


STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS AND MINING							FORM 3 AMENDED REPORT <input type="checkbox"/>						
APPLICATION FOR PERMIT TO DRILL							1. WELL NAME and NUMBER FD 9-10-3-2						
2. TYPE OF WORK DRILL NEW WELL <input checked="" type="checkbox"/> REENTER P&A WELL <input type="checkbox"/> DEEPEN WELL <input type="checkbox"/>							3. FIELD OR WILDCAT WILDCAT						
4. TYPE OF WELL Oil Well Coalbed Methane Well: NO							5. UNIT or COMMUNITIZATION AGREEMENT NAME						
6. NAME OF OPERATOR BILL BARRETT CORP							7. OPERATOR PHONE 303 312-8164						
8. ADDRESS OF OPERATOR 1099 18th Street Ste 2300, Denver, CO, 80202							9. OPERATOR E-MAIL BHilgers@billbarrettcorp.com						
10. MINERAL LEASE NUMBER (FEDERAL, INDIAN, OR STATE) Fee			11. MINERAL OWNERSHIP FEDERAL <input type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input checked="" type="checkbox"/>				12. SURFACE OWNERSHIP FEDERAL <input type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input checked="" type="checkbox"/>						
13. NAME OF SURFACE OWNER (if box 12 = 'fee') Lever, LTD							14. SURFACE OWNER PHONE (if box 12 = 'fee') 419-666-8442						
15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee') 29900 St. Andrews Road, ,							16. SURFACE OWNER E-MAIL (if box 12 = 'fee')						
17. INDIAN ALLOTTEE OR TRIBE NAME (if box 12 = 'INDIAN')			18. INTEND TO COMMINGLE PRODUCTION FROM MULTIPLE FORMATIONS YES <input type="checkbox"/> (Submit Commingling Application) NO <input checked="" type="checkbox"/>				19. SLANT VERTICAL <input checked="" type="checkbox"/> DIRECTIONAL <input type="checkbox"/> HORIZONTAL <input type="checkbox"/>						
20. LOCATION OF WELL		FOOTAGES		QTR-QTR		SECTION		TOWNSHIP		RANGE		MERIDIAN	
LOCATION AT SURFACE		1980 FSL 663 FEL		NESE		10		3.0 S		2.0 E		U	
Top of Uppermost Producing Zone		1980 FSL 663 FEL		NESE		10		3.0 S		2.0 E		U	
At Total Depth		1980 FSL 663 FEL		NESE		10		3.0 S		2.0 E		U	
21. COUNTY UINTAH			22. DISTANCE TO NEAREST LEASE LINE (Feet) 663				23. NUMBER OF ACRES IN DRILLING UNIT 40						
			25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed) 1264				26. PROPOSED DEPTH MD: 9415 TVD: 9415						
27. ELEVATION - GROUND LEVEL 4855			28. BOND NUMBER LPM4138148				29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE 49-2336						
Hole, Casing, and Cement Information													
String	Hole Size	Casing Size	Length	Weight	Grade & Thread	Max Mud Wt.	Cement		Sacks	Yield	Weight		
Cond	26	16	0 - 80	65.0	Unknown	8.8	No Used		0	0.0	0.0		
Surf	12.25	9.625	0 - 1500	36.0	J-55 ST&C	8.8	Halliburton Light , Type Unknown		190	3.16	11.0		
							Halliburton Premium , Type Unknown		210	1.36	14.8		
Prod	8.75	5.5	0 - 9415	17.0	P-110 LT&C	9.5	Unknown		1000	2.31	11.0		
							Unknown		630	1.42	13.5		
ATTACHMENTS													
VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES													
<input checked="" type="checkbox"/> WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER						<input checked="" type="checkbox"/> COMPLETE DRILLING PLAN							
<input checked="" type="checkbox"/> AFFIDAVIT OF STATUS OF SURFACE OWNER AGREEMENT (IF FEE SURFACE)						<input type="checkbox"/> FORM 5. IF OPERATOR IS OTHER THAN THE LEASE OWNER							
<input type="checkbox"/> DIRECTIONAL SURVEY PLAN (IF DIRECTIONALLY OR HORIZONTALLY DRILLED)						<input checked="" type="checkbox"/> TOPOGRAPHICAL MAP							
NAME Venessa Langmacher				TITLE Senior Permit Analyst				PHONE 303 312-8172					
SIGNATURE				DATE 05/24/2012				EMAIL vlangmacher@billbarrettcorp.com					
API NUMBER ASSIGNED 43047527630000				APPROVAL  Permit Manager									

BILL BARRETT CORPORATION
DRILLING PLAN

FD 9-10-3-2

Lot 2 (NE SE), 1980' FSL and 663' FEL, Section 10, T3S-R2E, USB&M
 Uintah County, Utah

1 - 2. Estimated Tops of Geological Markers and Formations Expected to Contain Water, Oil and Gas and Other Minerals

<u>Formation</u>	<u>Depth – MD</u>	<u>Depth - TVD</u>
Lower Green River*	6,690'	6,690'
Douglas Creek	6,760'	6,760'
Black Shale	7,575'	7,575'
Castle Peak	7,640'	7,640'
Wasatch*	8,555'	8,555'
TD	9,415'	9,415'

*PROSPECTIVE PAY

The Wasatch and the Lower Green River are primary objectives for oil/gas.

Base of Useable Water = 1,980'

3. BOP and Pressure Containment Data

<u>Depth Intervals</u>	<u>BOP Equipment</u>
0 – 1,500'	No pressure control required (may pre-set 9-5/8" will smaller rig)
1,500' – TD	11" 5000# Ram Type BOP 11" 5000# Annular BOP
- Drilling spool to accommodate choke and kill lines;	
- Ancillary equipment and choke manifold rated at 5,000 psi. All BOP and BOPE tests will be in accordance with the requirements of onshore Order No. 2;	
- The State of Utah Division of Oil, Gas and Mining will be notified 24 hours in advance of all BOP pressure tests.	
- BOP hand wheels may be underneath the sub-structure of the rig if the drilling rig used is set up To operate most efficiently in this manner.	

4. Casing Program

<u>Hole Size</u>	<u>SETTING DEPTH</u>		<u>Casing Size</u>	<u>Casing Weight</u>	<u>Casing Grade</u>	<u>Thread</u>	<u>Condition</u>
	<u>(FROM)</u>	<u>(TO)</u>					
26"	Surface	80'	16"	65#			
12 1/4"	Surface	1,500'	9 5/8"	36#	J or K 55	ST&C	New
8 3/4"	Surface	TD	5 1/2"	17#	P-110	LT&C	New

*The casing program is based on recent wells drilled by Axia in the immediate area.

Note: 9-5/8" casing may be preset with a spudder rig. If this occurs, the following equipment shall be in place and operational during air/gas drilling:

- Properly lubricated and maintained rotating head
- Spark arresters on engines or water cooled exhaust

Bill Barrett Corporation
Drilling Program
FD 9-10-3-2
Uintah County, Utah

- Blooie line discharge 100 feet from well bore and securely anchored
- Straight run on blooie line unless otherwise approved
- Deduster equipment
- All cuttings and circulating medium shall be directed into a reserve or blooie pit
- Float valve above bit
- Automatic igniter or continuous pilot light on the blooie line
- Compressors located in the opposite direction from the blooie line a minimum of 100 feet from the well bore
- Mud circulating equipment, water, and mud materials (does not have to be premixed) sufficient to maintain the capacity of the hole and circulating tanks or pits

5. **Cementing Program**

16" Conductor Casing	Grout
9 5/8" Surface Casing (may pre-set with spudder rig)	Lead: 190 sx Halliburton Light Premium with additives mixed at 11.0 ppg (yield = 3.16 ft ³ /sx) circulated to surface with 75% excess. TOC @ Surface Tail: 210 sx Halliburton Premium Plus cement with additives mixed at 14.8 ppg (yield = 1.36 ft ³ /sx), calculated hole volume with 75% excess. TOC @ 1,000'
5 1/2" Production Casing	Lead: 1000 sx Tuned Light cement with additives mixed at 11.0 ppg (yield = 2.31 ft ³ /sx). TOC @ 1,000' Tail: 630 sx Halliburton Econocem cement with additives mixed at 13.5 ppg (yield = 1.42 ft ³ /sx). Top of cement to be determined by log and sample evaluation; estimated TOC @ 7,075'

6. **Mud Program**

<u>Interval</u>	<u>Weight</u>	<u>Viscosity</u>	<u>Fluid Loss</u> <u>(API filtrate)</u>	<u>Remarks</u>
0' – 1,500'	Air/Mist/Mud 8.3 – 8.7	26 – 36	NC	Air/Mist/Freshwater Spud Mud Fluid System
1,500' - 5,500'	9.2 – 9.4	26 – 36	NC	Freshwater Mud Fluid System
5,500' – TD	9.4 – 9.5	42-58	25 cc or less	DAP Fluid System
Note: Sufficient mud materials to maintain mud properties, control lost circulation and to contain "kicks" will be available at wellsite. BBC may require minor amounts of diesel to be added to its fluid system in order to reduce torque and drag.				

7. **Testing, Logging and Core Programs**

Cores	None anticipated;
Testing	None anticipated; drill stem tests may be run on shows of interest;
Sampling	30' to 50' samples; surface casing to TD. Preserve samples all show intervals;
Surveys	MWD as needed to land wellbore;
Logging	DIL-GR-SP, FDC-CNL-GR-CALIPER-Pe-Microlog, Sonic-GR (all TD to surface). FMI & Sonic Scanner to be run at geologist's discretion.

Bill Barrett Corporation
Drilling Program
FD 9-10-3-2
Uintah County, Utah

8. Anticipated Abnormal Pressures or Temperatures

No abnormal pressures or temperatures or other hazards are anticipated.

Maximum anticipated bottom hole pressure equals approximately 4699 psi* and maximum anticipated surface pressure equals approximately 2628 psi** (bottom hole pressure minus the pressure of a partially evacuated hole calculated at 0.22 psi/foot).

*Max Mud Wt x 0.052 x TD = A (bottom hole pressure)

**Maximum surface pressure = A – (0.22 x TD)

9. Auxiliary Equipment

- a) Upper kelly cock; lower Kelly cock will be installed while drilling
 - b) Inside BOP or stab-in valve (available on rig floor)
 - c) Safety valve(s) and subs to fit all string connections in use
- Mud monitoring will be visually observed

10. Location and Type of Water Supply

Water for the drilling and completion will be trucked from the Green River located in Sec. 33, T8S-R20E.

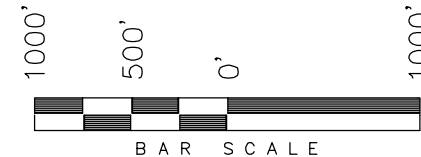
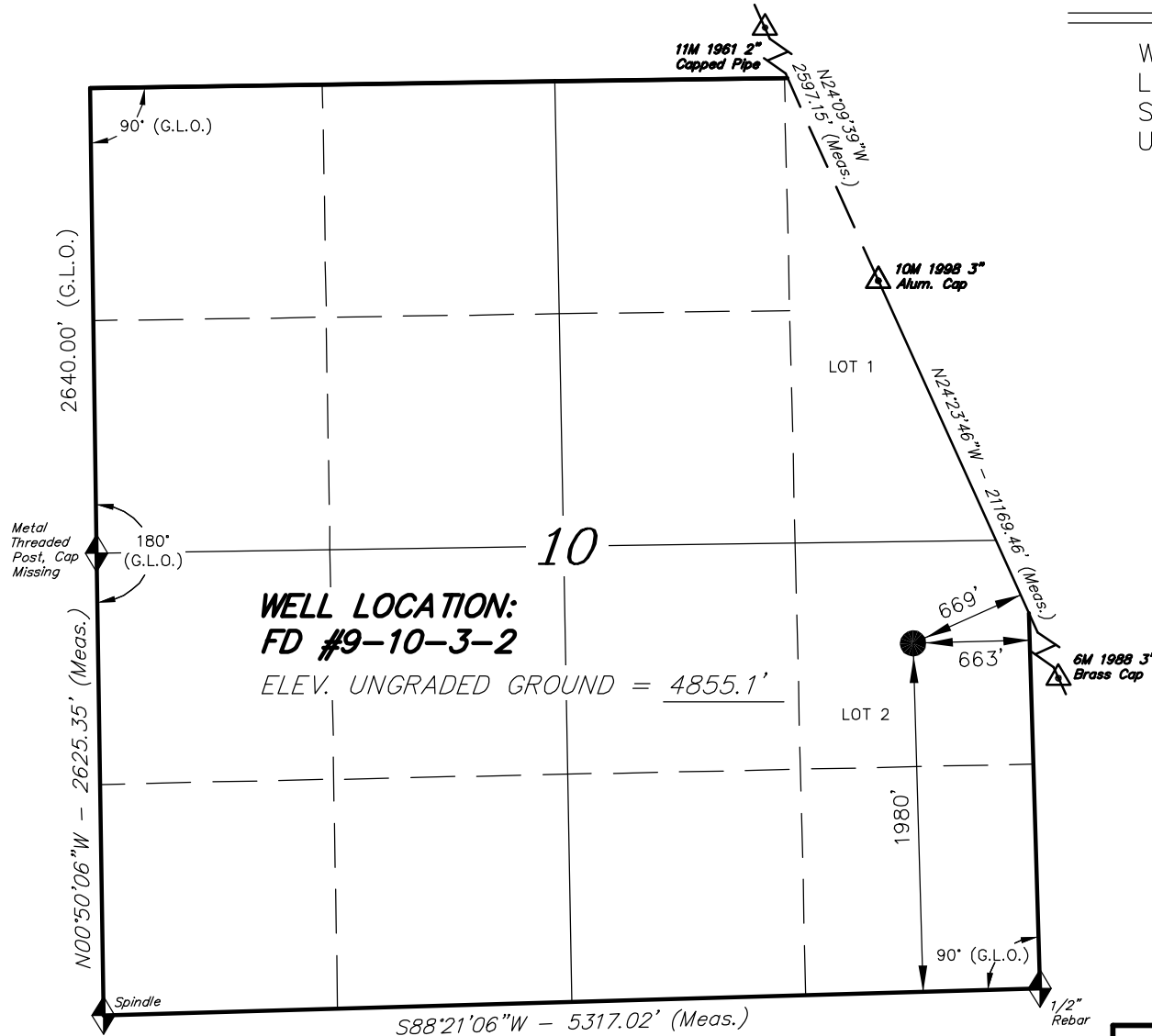
11. Drilling Schedule

Location Construction:	January 2013
Spud:	January 2013
Duration:	15 days drilling time
	45 days completion time

T3S, R2E, U.S.B.&M.

BILL BARRETT CORPORATION

WELL LOCATION, FD #9-10-3-2,
LOCATED AS SHOWN IN LOT 2 OF
SECTION 10, T3S, R2E, U.S.B.&M.
UINTAH COUNTY, UTAH.



NOTES:

1. Well footages are measured at right angles to the Section Lines.
2. Bearings are based on Global Positioning Satellite observations.



THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS
PREPARED FROM FIELD NOTES OF AGRICULTURAL SURVEYS
MADE BY ME OR UNDER MY SUPERVISION AND THAT
THE SAME ARE TRUE AND CORRECT TO THE BEST
OF MY KNOWLEDGE AND BELIEF.

03-09-12
STACY W.

REGISTERED LAND SURVEYOR
REGISTRATION No. 120337
STATE OF UTAH

NAD 83 (SURFACE LOCATION)	
LATITUDE =	40°14'05.61" (40.234892)
LONGITUDE =	109°44'53.03" (109.748064)
NAD 27 (SURFACE LOCATION)	
LATITUDE =	40°14'05.75" (40.234930)
LONGITUDE =	109°44'50.52" (109.747366)

BASIS OF ELEV; Elevations are base on
LOCATION: an N.G.S. OPUS Correction.
LAT. 40°16'17.95" LONG. 109°35'59.22"
(Tristate Aluminum Cap) Elev. 4843.21'

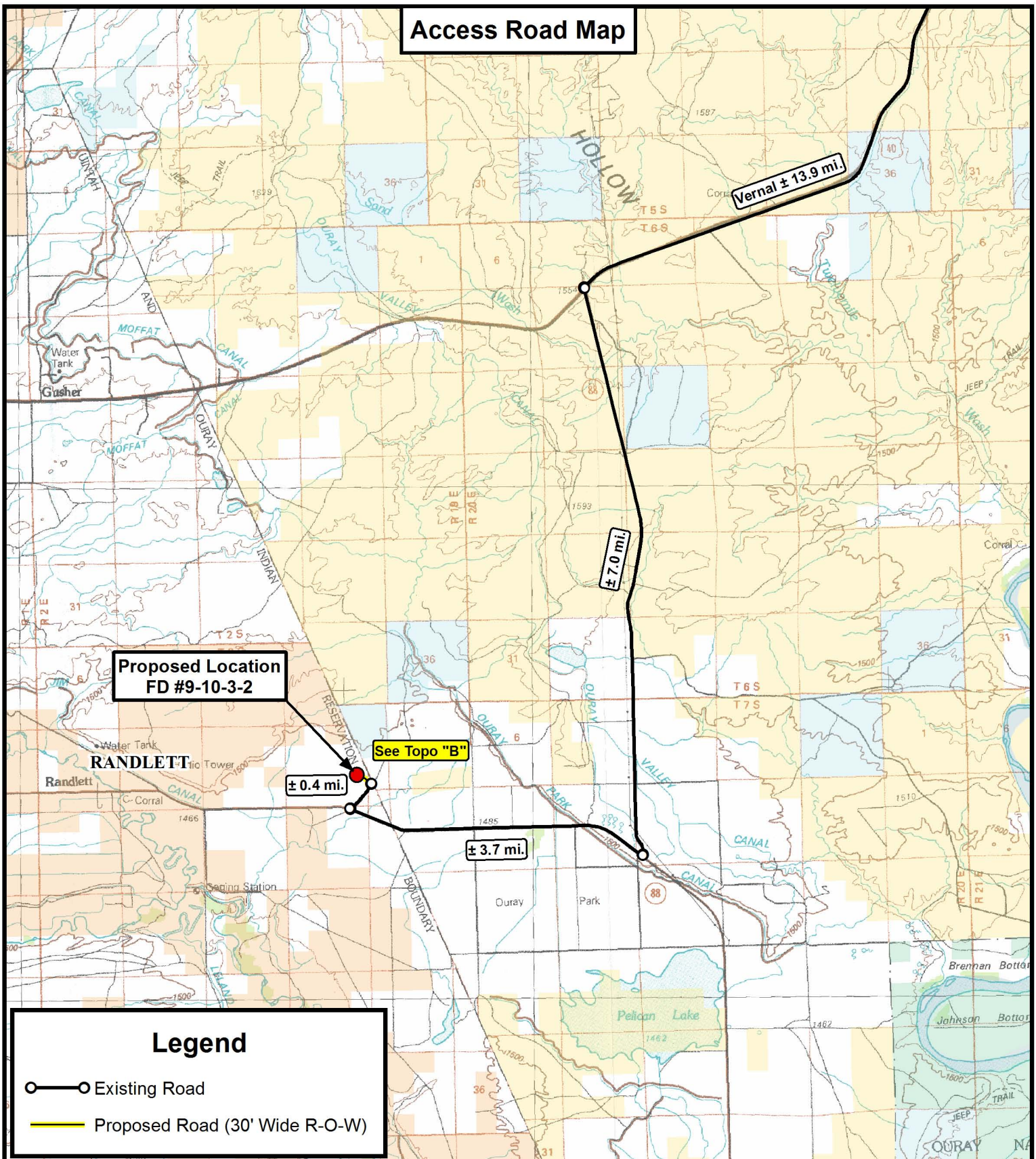
TRI STATE LAND SURVEYING & CONSULTING

180 NORTH VERNAL AVE. - VERNAL, UTAH 84078
(435) 781-2501

DATE SURVEYED: 03-04-12	SURVEYED BY: C.D.S.
DATE DRAWN: 03-09-12	DRAWN BY: L.C.S.
REVISED:	SCALE: 1" = 1000'

RECEIVED: May 24, 2012

Access Road Map



Tri State
Land Surveying, Inc.
 180 NORTH VERNAL AVE. VERNAL, UTAH 84078

P: (435) 781-2501
 F: (435) 781-2518

**BILL BARRETT CORPORATION**

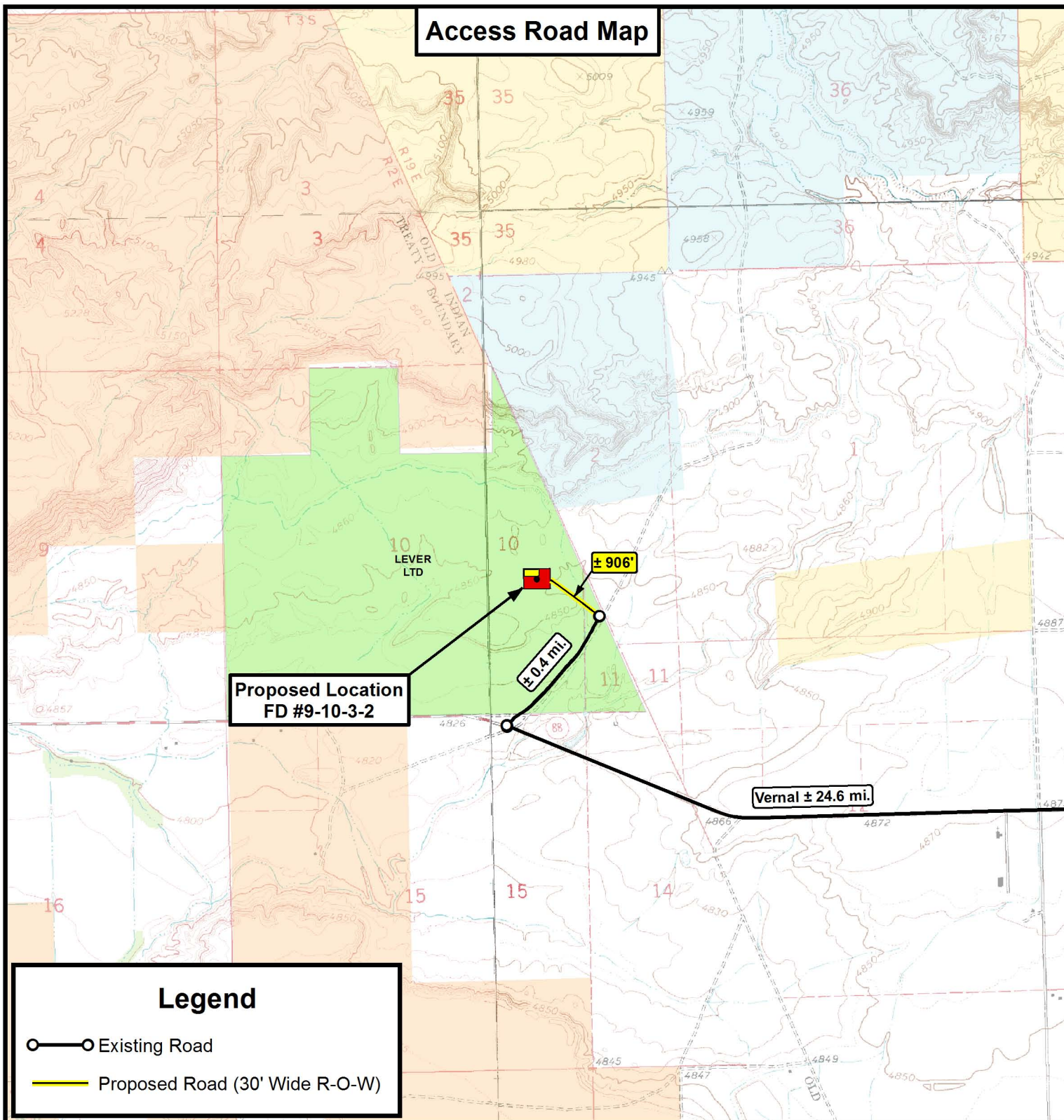
FD #9-10-3-2
SEC. 10, T3S, R2E, U.S.B.&M.
Uintah County, UT.

DRAWN BY:	J.A.S.	REVISED:
DATE:	03-16-2012	
SCALE:	1:100,000	

TOPOGRAPHIC MAP

SHEET

A

Access Road Map**TOTAL PROPOSED ROAD DISTANCE: ± 906'**

THE PARCEL INFORMATION SHOWN HAS NOT BEEN SURVEYED BY TRI-STATE LAND SURVEYING, INC. - TRI-STATE DOES NOT WARRANTY PROPERTY PARCEL DATA OR ANY ASSOCIATED INFORMATION. A PROPERTY SURVEY IS REQUIRED TO DETERMINE THE ACTUAL LOCATION OF PROPERTY LINES AND SHOW ACCURATE DISTANCES ACROSS PARCELS.



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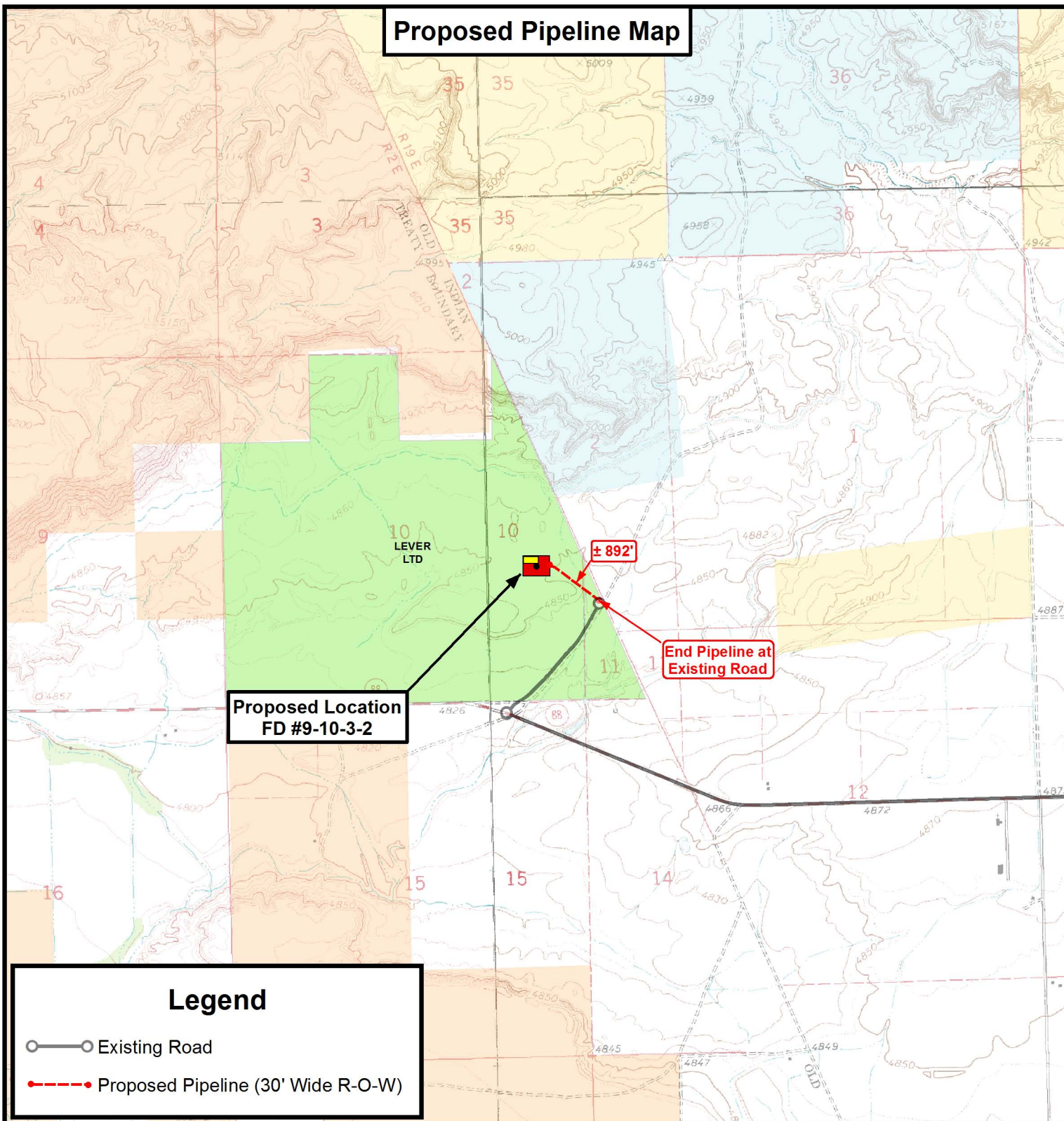
FD #9-10-3-2
SEC. 10, T3S, R2E, U.S.B.&M.
Uintah County, UT.

DRAWN BY:	J.A.S.	REVISED:
DATE:	03-16-2012	
SCALE:	1" = 2,000'	

TOPOGRAPHIC MAP

SHEET
B

Proposed Pipeline Map



Legend

Existing Road

Proposed Pipeline (30' Wide R-O-W)

TOTAL PIPELINE DISTANCE: ± 892'

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Land Surveying, Inc.**

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BILL BARRETT CORPORATION

**FD #9-10-3-2
SEC. 10, T3S, R2E, U.S.B.&M.
Uintah County, UT.**

DRAWN BY: J.A.S. REVISED:

DATE: 03-16-2012

SCALE: 1" = 2,000'

TOPOGRAPHIC MAP

SHEET

C

SURFACE USE AGREEMENT
(FD 9-10-3-2)

THIS AGREEMENT Dated April 20, 2012 by and between _____

Lever, Ltd.

whose address is 29900 St. Andrews Road, Perrysburg, OH 43551
(419-666-8442 phone)

_____, hereinafter referred to as "Surface Owner", and
Bill Barrett Corporation, whose address is 1099 18th Street, #2300, Denver, CO 80202
hereinafter referred to as "Operator".

WITNESSETH:

WHEREAS, Surface Owner represents that they are the owners in fee and in possession of the surface estate for the following described lands in **Uintah** County, **Utah**, hereinafter referred to as "Lands", to wit:

A Tract of land lying in the **NESE of Section 10, Township 3 South, Range 2 East, USM** as further described on Exhibit "A" attached hereto and made a part hereof.

WHEREAS, Operator has or will acquire certain leasehold interests in the oil and gas mineral estate in the Lands and proposes to conduct drilling and subsequent production operations on the Lands; and

WHEREAS, Surface Owner is generally aware of the nature of the operations which may be conducted under oil and gas leases covering the mineral estate of the Lands; and

WHEREAS, the parties believe that it is in their mutual best interest to agree to the operations of Operator on the premises in the exploration for, development and production of oil, gas and/or other leasehold substances under the terms of those certain oil and gas leases now owned or which may be acquired by Operator covering portions of the mineral estate of the Lands; and,

NOW, THEREFORE, in consideration of ten dollars and other valuable consideration, the parties agree as follows:

1. Operator has the right of ingress and egress and to the use of those portions of the Lands which it requires for oil and gas exploration, development and production operations, including tank batteries and other production facilities and the transportation of produced substances from the leasehold, and also the right to construct and use roads and pipelines across portions of the Lands. Operator shall pay Surface Owner the following sum as ~~settlement and~~ satisfaction of all damages growing out of, incident to, or in connection with the usual and customary exploration, drilling, completion, sidetracking, reworking, equipping and production operations, contemplated by the oil and gas leases covering the Lands, unless otherwise specifically provided herein:

2. Operator agrees to consult with the surface owner and/or tenant as to all routes of ingress and egress. Prior to the construction of any roads, pipelines, tank battery installations, or installation of any other equipment on the leased premises, Operator shall consult with the surface owner and/or tenant as to the location and direction of same.

3. It is the intention of the parties hereto to cause as little interference with farming operations on the leased premises as reasonably possible, including but specifically not limited to the operation of any pivotal irrigation sprinkler system, or any other irrigation method. If any circular irrigation sprinkler system is in use at the time of initial drilling operations on the leased premises, then any subsequent production equipment, including but specifically not limited to pump jacks, hydraulic lifting equipment, or any other equipment necessary to produce any oil or gas from such well, shall be recessed to such depths, or ramps constructed, so as to allow the continued use of such circular irrigation system.

4. In the event any well hereunder is plugged and abandoned, Operator agrees that Operator will, within a reasonable time, restore Surface Owner's surface estate as near as practical to its original condition found prior to Operator's operations. It is understood and agreed that Surface Owner may elect in writing, prior to cessation of operations of Operator, to have any

road constructed under the terms of this Agreement remain upon the property, in which event Operator agrees to leave such road or roads in reasonable condition.

5. Operator is responsible for acquiring all necessary permits, licenses, fees, etc. incident to its operations on the Lands.

6. In the event Surface Owner considers that Operator has not complied with all its obligations hereunder, both express and implied, Surface Owner shall notify Operator in writing, setting out specifically in what respects Operator has breached this contract. Operator shall then have sixty (60) days to meet or commence to meet all or any part of the breaches alleged by Surface Owner. The service of said notice shall be precedent to the bringing of any action by Surface Owner for any cause, and no such action shall be brought until the lapse of sixty (60) days after service of such notice on Operator.

7. Operator shall be responsible and shall remain liable for any environmental problems on the subject lands which are caused by or through its operations. To the extent that any such claims are asserted, Operator will be responsible for any remediation required as provided by state regulations. This assumption of liability, however, does not include any third-party operations on the subject lands or any Surface Owner actions which could cause environmental problems but is limited solely to the actions of Operator. Operator hereby indemnifies and holds harmless Surface Owner from any and all environmental problems it causes on the Lands.

8. In the event Surface Owner owns less than the entire fee interest in the Lands, then any payment stated herein shall be proportionately reduced to the interest owned.

9. This Agreement shall remain in full force and effect from the date hereof and for so long thereafter as Operator's oil and gas operations affecting the Lands are in effect.

10. When the word "Operator" is used in this Agreement, it shall also mean the successors and assigns of Operator, including but not limited to its employees and officers, agents, affiliates, contractors, subcontractors and/or purchasers.

11. This Agreement shall be binding upon and inure to the benefit of the heirs, successors and assigns of the parties.

ADDITIONAL PROVISIONS:

12. Upon Surface Owner's execution of this Agreement, Operator shall pay Surface Owner a non-refundable One Thousand Dollar (\$1,000.00) advance toward the Fourteen Thousand Dollar (\$14,000.00) payment for damages for the wellsite and access provided in paragraph 1.a. above. Operator shall pay Surface Owner the balance owed for damages for the wellsite and access of Thirteen Thousand Dollars (\$13,000.00) prior to commencing any construction activities on the Lands.

SURFACE OWNER:

Lever, Ltd.

Jane Ann Spirn

By: Jane Ann Spirn, Co-Manager

John K. Lever, Jr.

By: John K. Lever, Jr., Co-Manager

SS/Tax ID# 290-52-1545 (SS) Jane Spirn

34-1912671 (ID)

STATE of OHIO

COUNTY of WOOD

ACKNOWLEDGEMENT

BEFORE ME, the undersigned, a Notary Public, in and for said County and State, on this 8 day of May, 2012, personally appeared Jane Ann Spirn, Co-Manager of Lever, Ltd.

_____, to me known to be the identical person(s), described in and who executed the within and foregoing instrument of writing and acknowledged to me that they duly executed same as their free and voluntary act and deed for the uses and purposes therein set forth and in the capacity stated therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my notarial seal the day and year last above written.

My Commission Expires: April 5, 2016



KATHERINE C. MYERHOLTZ
Notary Public, State of Ohio
My Comm. Expires April 5, 2016

Katherine C. Myerholtz
Notary Public:

SS/Tax ID# 277-40-9634 34-1912671(TAX ID)

STATE of OHIO

ACKNOWLEDGEMENT

COUNTY of WOOD

BEFORE ME, the undersigned, a Notary Public, in and for said County and State, on this 8 day of May, 2012, personally appeared John K. Lever, Jr., Co-Manager of Lever, Ltd.

_____, to me known to be the Identical person(s), described in and who executed the within and foregoing instrument of writing and acknowledged to me that they duly executed same as their free and voluntary act and deed for the uses and purposes therein set forth and in the capacity stated therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my notarial seal the day and year last above written.

My Commission Expires: April 5, 2016

Katherine C. Myerholtz
Notary Public:



KATHERINE C. MYERHOLTZ
Notary Public, State of Ohio
My Comm. Expires April 5, 2016

MEMORANDUM OF SURFACE USE AGREEMENT

State of Utah)(
)(
 County of Uintah)(

Lever, Ltd. of 29900 St. Andrews Road, Perrysburg, OH 43551, hereafter referred to as "Surface Owners" have granted, a Surface Use Agreement, to **Bill Barrett Corporation of 1099 18th Street, #2300, Denver, CO 80202**, hereafter referred to as "Bill Barrett", dated **April 20, 2012**, for the purpose of drilling, and producing oil, gas, and other minerals, laying pipelines, building roads, tanks, power stations, telephone lines and other structures, and producing, saving, take care of, treating, transporting, and owning oil, gas, and other minerals, all on or from **FD 9-10-3-2** on the following lands (the "Lands") in Uintah County Utah: **A tract of land lying in the NE/4SE/4 of Section 10, Township 3 South, Range 2 East, USM, Uintah County.**

The Surface Use Agreement is effective as long thereafter as oil, gas, or other minerals are produced from the Lands, or other lands pooled with the Lands, according to and by the terms and provisions of the Lease(s) covering said Lands. This Memorandum is placed of record for the purpose of giving notice of the Surface Use Agreement.

This instrument may be executed in multiple counterparts with each counterpart being considered an original for all purposes herein and binding upon the party executing same whether or not this instrument is executed by all parties hereto, and the signature and acknowledgment pages of the various counterparts hereto may be combined into one instrument for the purposes of recording this instrument in the records of the County Recorder's office.

Executed this 8 day of May, 2012.

SURFACE OWNERS:

Lever, Ltd.

Jane Ann Spirn
Jane Ann Spirn, Co-Manager

John K. Lever, Jr.
John K. Lever, Jr., Co-Manager

STATE OF OHIO }
COUNTY OF WOOD } :SS ACKNOWLEDGEMENT

BEFORE me, the undersigned, a Notary Public in and for said County and State, on this 8 day of May, 2012, personally appeared **Jane Ann Spirn, Co-Manager of Lever, Ltd.**, known to be the identical person(s) who executed the within and foregoing instrument, and acknowledged to me that they executed the same as a free and voluntary act and deed, for the uses and purposes therein set forth. Given under my hand and seal the day and year last above written.

Katherine C. Myerholtz
Notary Public



KATHERINE C. MYERHOLTZ
Notary Public, State of Ohio
My Comm. Expires April 5, 2016

STATE OF OHIO }
COUNTY OF WOOD } :SS ACKNOWLEDGEMENT

BEFORE me, the undersigned, a Notary Public in and for said County and State, on this 8 day of May, 2012, personally appeared **John K. Lever, Jr., Co-Manager of Lever, Ltd.**, known to be the identical person(s) who executed the within and foregoing instrument, and acknowledged to me that they executed the same as a free and voluntary act and deed, for the uses and purposes therein set forth. Given under my hand and seal the day and year last above written.

Katherine C. Myerholtz
Notary Public



KATHERINE C. MYERHOLTZ
Notary Public, State of Ohio
My Comm. Expires April 5, 2016

ACKNOWLEDGEMENT

STATE OF OHIO)
COUNTY OF WOOD) SS

On the 8th day of May, 2012, before me the undersigned authority, appeared **Jane Ann Spirn**, to me personally known, who, being sworn, did say that they are the Co-Manager of Lever, Ltd., and that the foregoing instrument was signed in behalf of said partnership and Appearer acknowledged to me that said instrument to be the free act and deed of the partnership.



KATHERINE C. MYERHOLTZ
Notary Public, State of Ohio
My Comm. Expires April 5, 2016

Katherine C. Myerholtz
Notary Public for the State of OHIO

Residing at Huntington Bank

ACKNOWLEDGEMENT

STATE OF OHIO)
COUNTY OF WOOD) SS

On the 8th day of May, 2012, before me the undersigned authority, appeared **John K. Lever, Jr.**, to me personally known, who, being sworn, did say that they are the Co-Manager of Lever, Ltd., and that the foregoing instrument was signed in behalf of said partnership and Appearer acknowledged to me that said instrument to be the free act and deed of the partnership.



KATHERINE C. MYERHOLTZ
Notary Public, State of Ohio
My Comm. Expires April 5, 2016

Katherine C. Myerholtz
Notary Public for the State of

Residing at Huntington Bank

ACKNOWLEDGEMENT

STATE OF _____)
COUNTY OF _____) SS

On the _____ day of _____, 2012, before me the undersigned authority, appeared **Huntington T. Walker**, to me personally known, who, being sworn, did say that they are the Senior Vice-President Land of Aurora Gathering, LLC, and that the foregoing instrument was signed in behalf of said partnership and Appearer acknowledged to me that said instrument to be the free act and deed of the partnership.

Notary Public for the State of

Residing at _____

RIGHT-OF-WAY AGREEMENT

STATE OF UTAH
COUNTY OF

FOR AND IN CONSIDERATION OF TEN & 00/100ths DOLLARS (\$10.00) and other good and valuable consideration, in hand paid to

Lever, Ltd., whose address is 29900 St. Andrews Road, Perrysburg, OH 43551

("GRANTOR"), the receipt and sufficiency of which is hereby acknowledged, does hereby grant to **Aurora Gathering, LLC** ("GRANTEE"), of **1099 18th Street, #2300, Denver, CO 80202**, its successors or assigns, a right-of-way to construct, maintain and use a road for the purpose of drilling, operating and maintaining a well or wells for the production of the oil and/or gas, along with the right to lay, construct, maintain, alter, inspect, repair, replace, change the size of, operate, and remove a pipeline and from time to time add additional pipelines or multiple pipelines, drips, valves, electrical power lines, whether buried or overhead, cathodic equipment, and all appurtenances convenient for the maintenance and operation of said lines and for the transportation of oil, gas, produced water, or other substances therein, under, on, over and through the premises hereinafter described, and the Grantee is granted the right of ingress and egress, over and across said road and lands for any purpose necessary or incidental to the drilling, operating and maintaining a well or wells owned by Grantee.

The said right-of-way shall be located over and across the following described lands owned by the Grantor in **Uintah County**, State of Utah, to-wit:

Township 3 South, Range 2 East, USM

Section 10: A tract of land lying in the NE/4SE/4

Section 11: A tract of land lying in the SW/4SW/4

As further described on Exhibit "A" attached hereto and made a part hereof.

To have and to hold said easements, rights, and right-of-way unto the said Grantee, its successors and assigns.

Grantee to have the right to select, change or alter the routes of all pipelines and roads herein authorized to be laid under, upon, over and through the above described premises. All pipelines installed hereunder shall be buried where practical. Grantor shall not place anything over or so close to any pipeline, road, or other facility of Grantee as will be likely to interfere with Grantee's access thereto by use of equipment of means customarily employed in the maintenance of pipelines. Grantee to pay for all damage to growing crops, drainage tile and fences of Grantor arising out of the construction or repair of any of the pipelines, roads, and facilities herein authorized to be maintained and operated by Grantee. This easement shall not exceed Sixty (60') feet for construction and Fifty (50') feet for the permanent easement. Pipelines and disturbed ground, not in the permanent road easement, to be reseeded at recommended seeding rates per Surface Owner once cleanup is completed.

The foregoing sets out the entire agreement between Grantor and Grantee, and supersedes any prior oral or written agreements or negotiations not set out in writing herein or in the oil and gas lease covering the above described lands. No provisions of this agreement shall be modified, altered or waived except by written amendment executed by the parties or their representatives as set forth below. This agreement shall not act to modify or diminish operator's rights and privileges under any oil and gas leases owned by Operator covering all or any portion of the above described lands.

For the same consideration, the undersigned agree to account to any party who may be entitled to any portion of the aforementioned sum, and to indemnify and hold harmless **Aurora Gathering, LLC**, its successors and assigns, from any claim by any other party for damages to the above described lands and the improvements and crops and other things situated thereon.

11/13/2011 REASONABLE & AVAILABLE AN/IC/RA/ET

Grantor shall be held harmless from any claim or demand made on death of persons, arising out of Grantee's exercise of the rights herein granted.


This agreement shall terminate within six (6) months after cessation of use by Grantee. Following completion of the pipeline, Grantee agrees to restore the surface of said land as nearly as is reasonably practical to its original condition.

This agreement shall be binding upon the successors and assigns of the parties hereto and shall be deemed to be a covenant running with the lands described above.

IN WITNESS WHEREOF, the GRANTOR and GRANTEE herein named have hereunto set their hand and seal this 8 day of MAY, 2012.

GRANTORS:
Lever. Ltd.

Jane Ann Spirn
Jane Ann Spirn, Co-Manager


John K. Lever, Jr., Co-Manager

GRANTEE:
Aurora Gathering, LLC

Huntington T. Walker, Senior Vice-President Land

ACKNOWLEDGEMENT

STATE OF OHIO)
COUNTY OF WOOD) SS

On the 8 day of May, 2012, before me the undersigned authority, appeared **Jane Ann Spirn**, to me personally known, who, being sworn, did say that they are the Co-Manager of Lever, Ltd., and that the foregoing instrument was signed in behalf of said partnership and Appearer acknowledged to me that said instrument to be the free act and deed of the partnership.



KATHERINE C. MYERHOLTZ
Notary Public, State of Ohio
My Comm. Expires April 5, 2016

Katherine C. Myerholtz
Notary Public for the State of

Residing at Huntingdon Bank

ACKNOWLEDGEMENT

STATE OF OHIO)
COUNTY OF WOOD) SS

On the 8 day of May, 2012, before me the undersigned authority, appeared **John K. Lever, Jr.**, to me personally known, who, being sworn, did say that they are the Co-Manager of Lever, Ltd., and that the foregoing instrument was signed in behalf of said partnership and Appearer acknowledged to me that said instrument to be the free act and deed of the partnership.



KATHERINE C. MYERHOLTZ
Notary Public, State of Ohio
My Comm. Expires April 5, 2016

Katherine C. Myerholtz
Notary Public for the State of

Residing at Huntingdon Bank

ACKNOWLEDGEMENT

STATE OF _____)
COUNTY OF _____) SS

On the _____ day of _____, 2012, before me the undersigned authority, appeared **Huntington T. Walker**, to me personally known, who, being sworn, did say that they are the Senior Vice-President Land of Aurora Gathering, LLC, and that the foregoing instrument was signed in behalf of said partnership and Appearer acknowledged to me that said instrument to be the free act and deed of the partnership.

Notary Public for the State of

Residing at _____

ACKNOWLEDGEMENT

State of OH }
County of WOOD } :SS

BEFORE me, the undersigned, a Notary Public in and for said County and State, on this 8th day of MAY, 2012, ~~2011~~, personally appeared Jane Ann Spirn and John K. Lever, in the capacities as stated above, to me known to be the identical person(s) who executed the within and foregoing instrument, and acknowledged to me that they executed the same as a free and voluntary act and deed, for the uses and purposes therein set forth.

Given under my hand and seal the day and year last above written.

My Commission Expires: April 5, 2016

[Signature]
Notary Public



KATHERINE C. MYERHOLTZ
Notary Public, State of Ohio
My Comm. Expires April 5, 2016

Residing At: Huntington Bank

ACKNOWLEDGEMENT

STATE OF _____)
COUNTY OF _____) SS

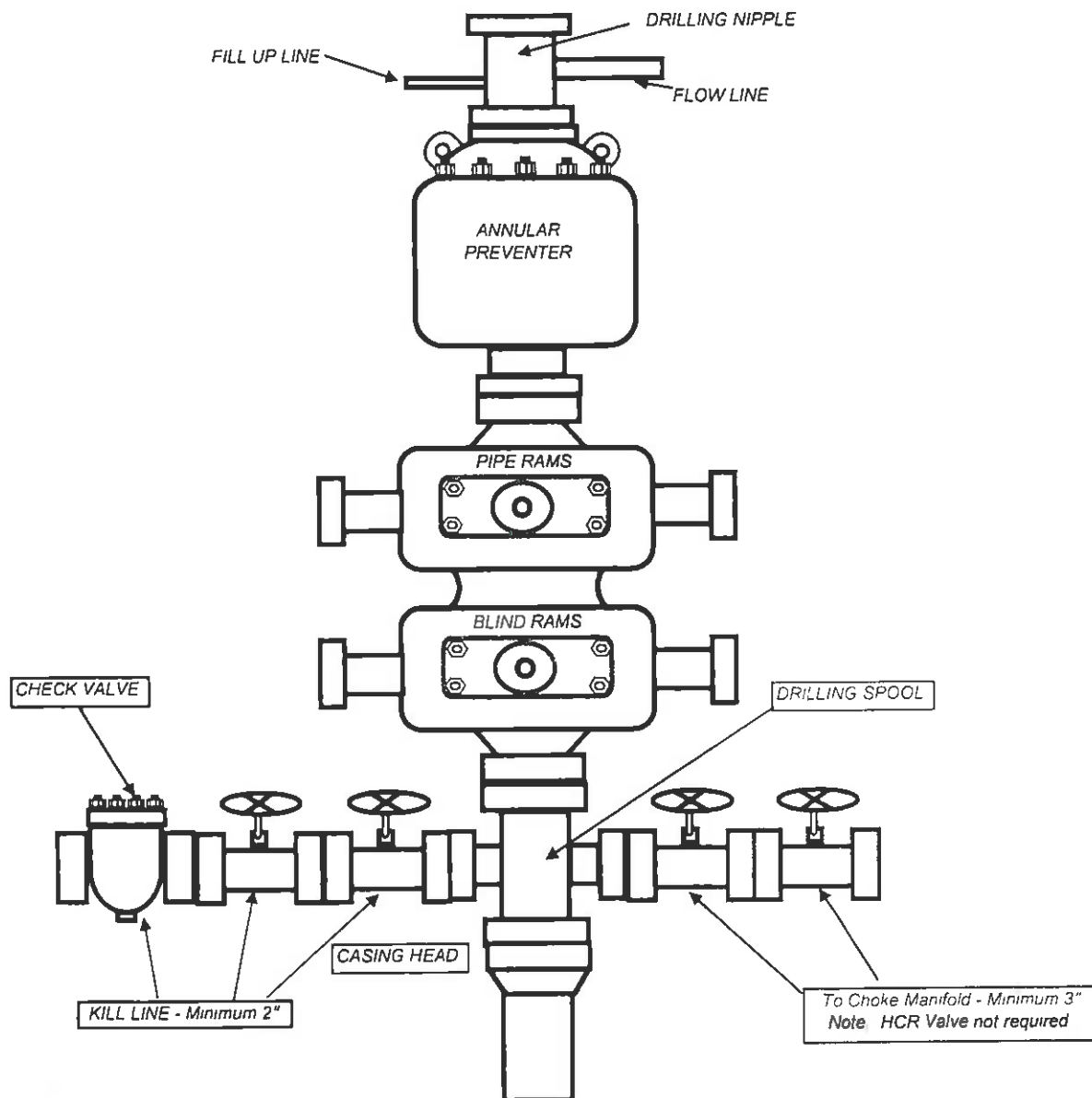
On the _____ day of _____, 2011, before me the undersigned authority, appeared Huntington T. Walker, to me personally known, who, being sworn, did say that he is the Senior Vice President Land for Aurora Gathering, LLC, and that the foregoing instrument was signed in behalf of said Corporation and Appeared acknowledged to me that said instrument to be the free act and deed of the Corporation.

Notary Public for the State of

Residing at _____

BILL BARRETT CORPORATION

TYPICAL 5,000 p.s.i. BLOWOUT PREVENTER





May 24, 2012

Utah Division of Oil, Gas and Mining
Attention: Dustin Doucet
1594 West North Temple, Suite 1120
Salt Lake City, Utah

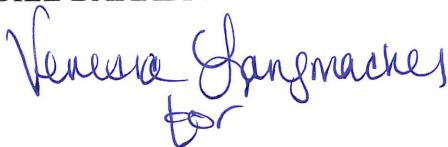
RE: Commingling Application
Fort Duchesne Area
FD 9-10-3-2
NESE Section 10, T3S-R2E
Duchesne County, UT

Dear Mr. Doucet,

Bill Barrett Corporation has submitted an application to commingle production from the Wasatch and Green River formations in the subject well located in the Fort Duchesne Prospect. In compliance with Utah OGM regulation R649-3-22, BBC has enclosed copies of the completed application.

Should you require additional information in this regards, please feel free to contact me at 303-299-9935. Your earliest attention to this matter is appreciated.

BILL BARRETT CORPORATION



Thomas J. Abell
Landman

Enclosures



AFFIDAVIT OF NOTICE

My name is Thomas J. Abell. I am a Landman with Bill Barrett Corporation (BBC). BBC has submitted an application to commingle production from the Wasatch and Green River formations in the following well within the Fort Duchesne Prospect:

FD 9-10-3-2 NESE Section 10 T3S-R2E

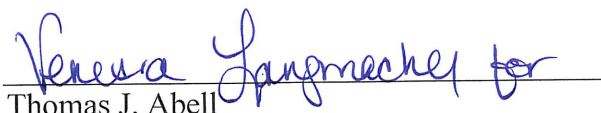
In compliance with the Utah OGM regulation R649-3-22, I have provided a copy of the application, by certified mail, to the owners as listed below of all contiguous oil and gas Leases or drilling units overlying the pool.

Lessees

EnCana Oil & Gas (USA) Inc.
Forest Oil Corporation

Date: May 24, 2012

Affiant:


Thomas J. Abell
Landman



May 24, 2012

EnCana Oil & Gas (USA), Inc.
Attn: Judy Tatham
370 17th Street, Suite 1700
Denver, CO 80202

RE: Commingling Application
FD 9-10-3-2
Duchesne County, UT

Dear Ms. Tatham,

Bill Barrett Corporation has submitted an application to commingle production from the Wasatch and Green River formations in the subject well. We enclosed herewith copies of the application together with a plat showing the leases and wells in the area and affidavit confirming notice pursuant to the Utah OGM regulations.

Should you require additional information in this regards, please feel free to contact me at 303-299-9935. Your earliest attention to this matter is appreciated.

BILL BARRETT CORPORATION



Thomas J. Abell
Landman



Enclosures



Bill Barrett Corporation

May 24, 2012

Forest Oil Corporation
Attn: Ken Mcphee
707 17th St # 3600
Denver, CO 80202

RE: Commingling Application
FD 9-10-3-2
Duchesne County, UT

Dear Mr. Mcphee,

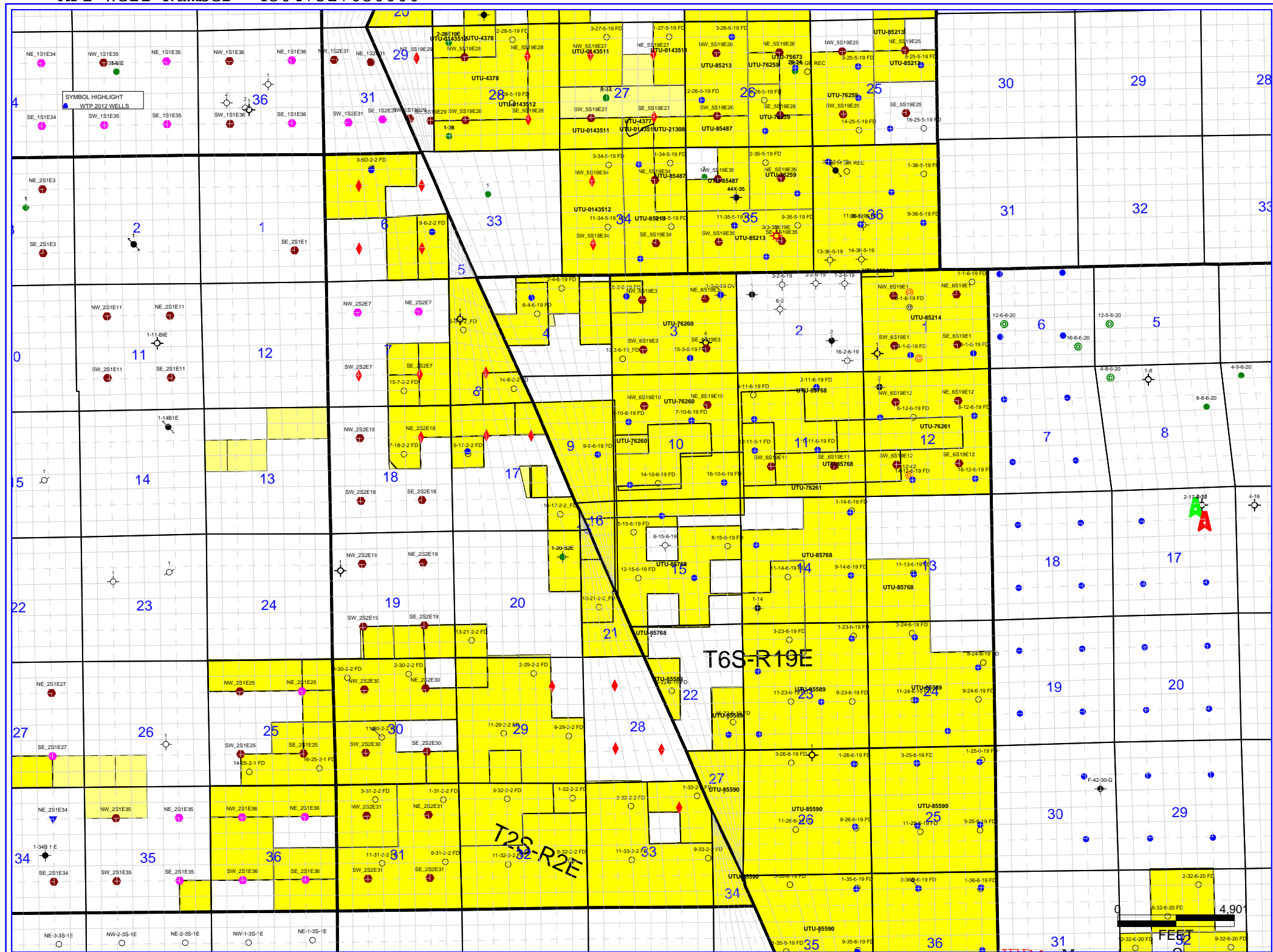
Bill Barrett Corporation has submitted an application to commingle production from the Wasatch and Green River formations in the subject well. We enclosed herewith copies of the application together with a plat showing the leases and wells in the area and affidavit confirming notice pursuant to the Utah OGM regulations.

Should you require additional information in this regards, please feel free to contact me at 303-299-9935. Your earliest attention to this matter is appreciated.

BILL BARRETT CORPORATION

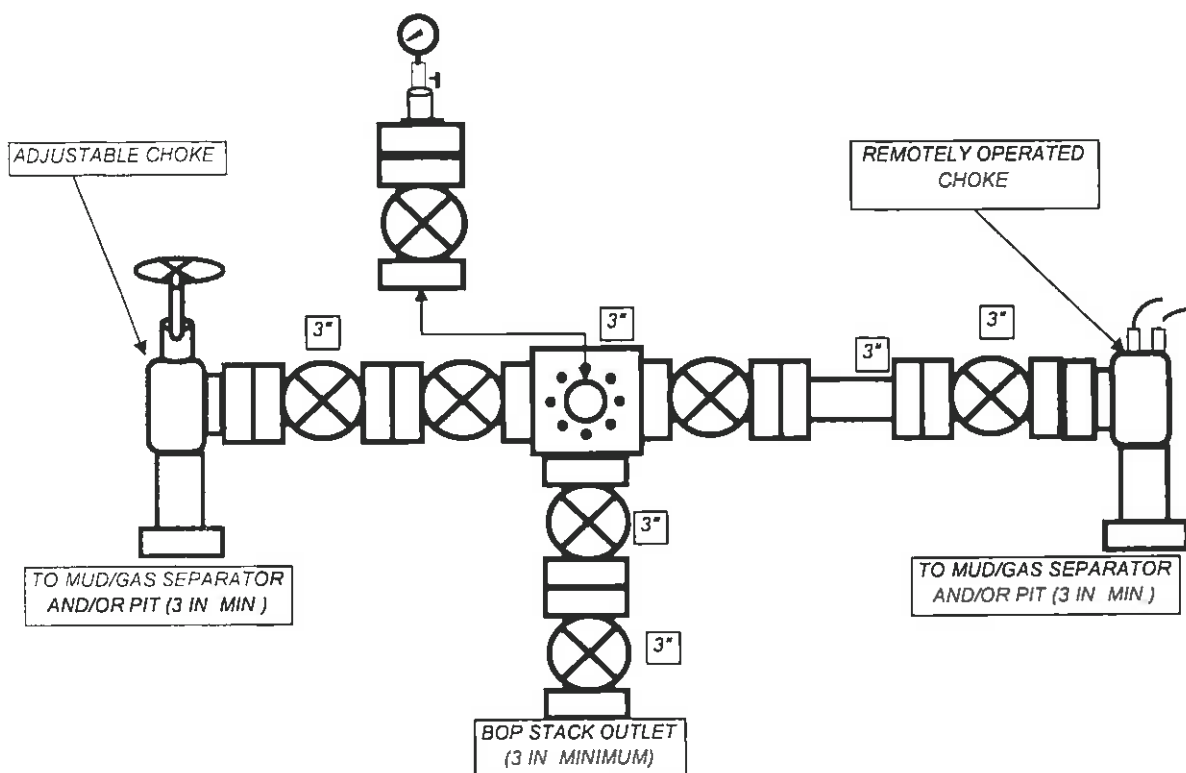
Thomas J. Abell
Landman

Enclosures



BILL BARRETT CORPORATION

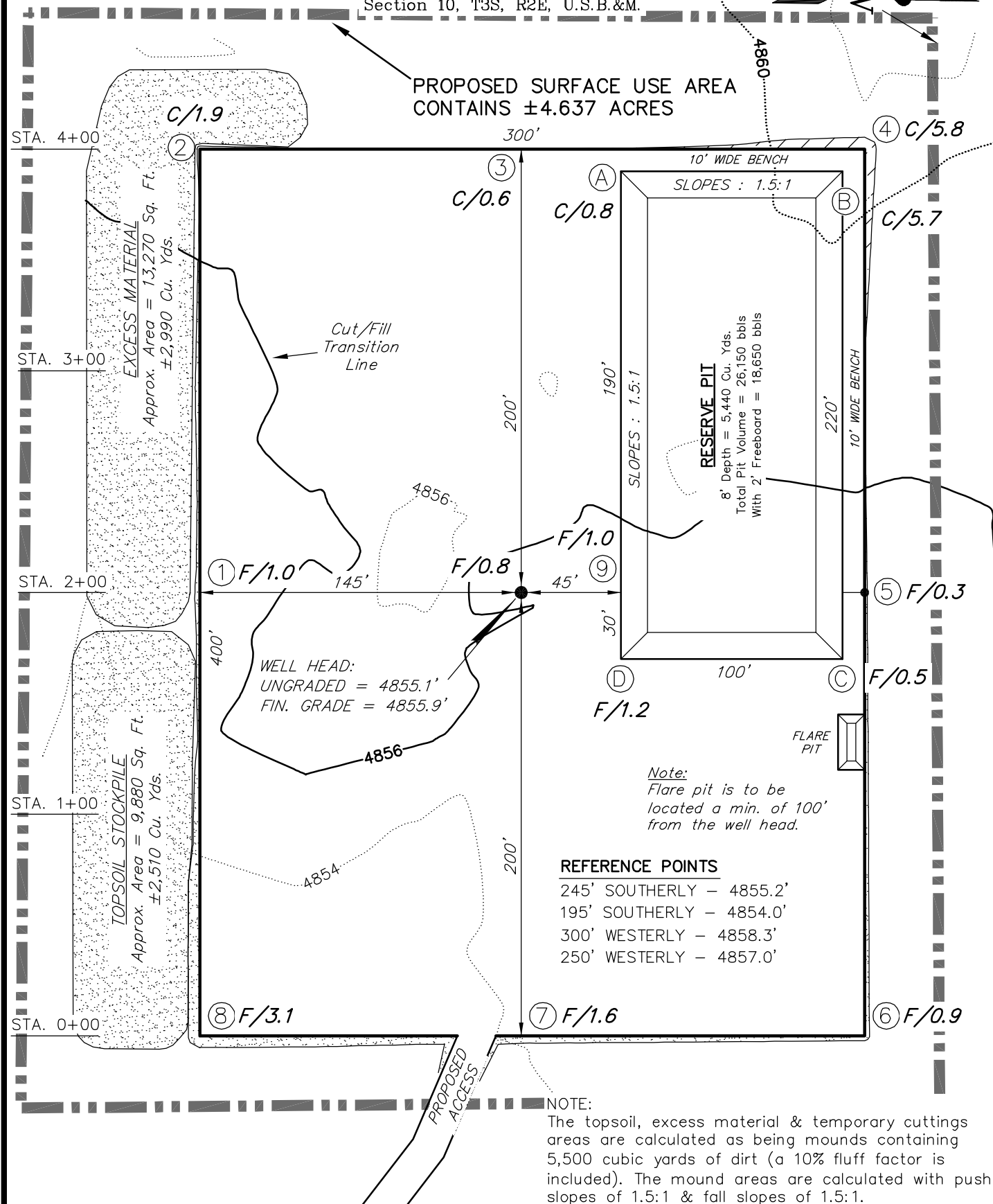
TYPICAL 5,000 p.s.i. CHOKE MANIFOLD



BILL BARRETT CORPORATION**LOCATION LAYOUT**

FD #9-10-3-2

Section 10, T3S, R2E, U.S.B.&M.

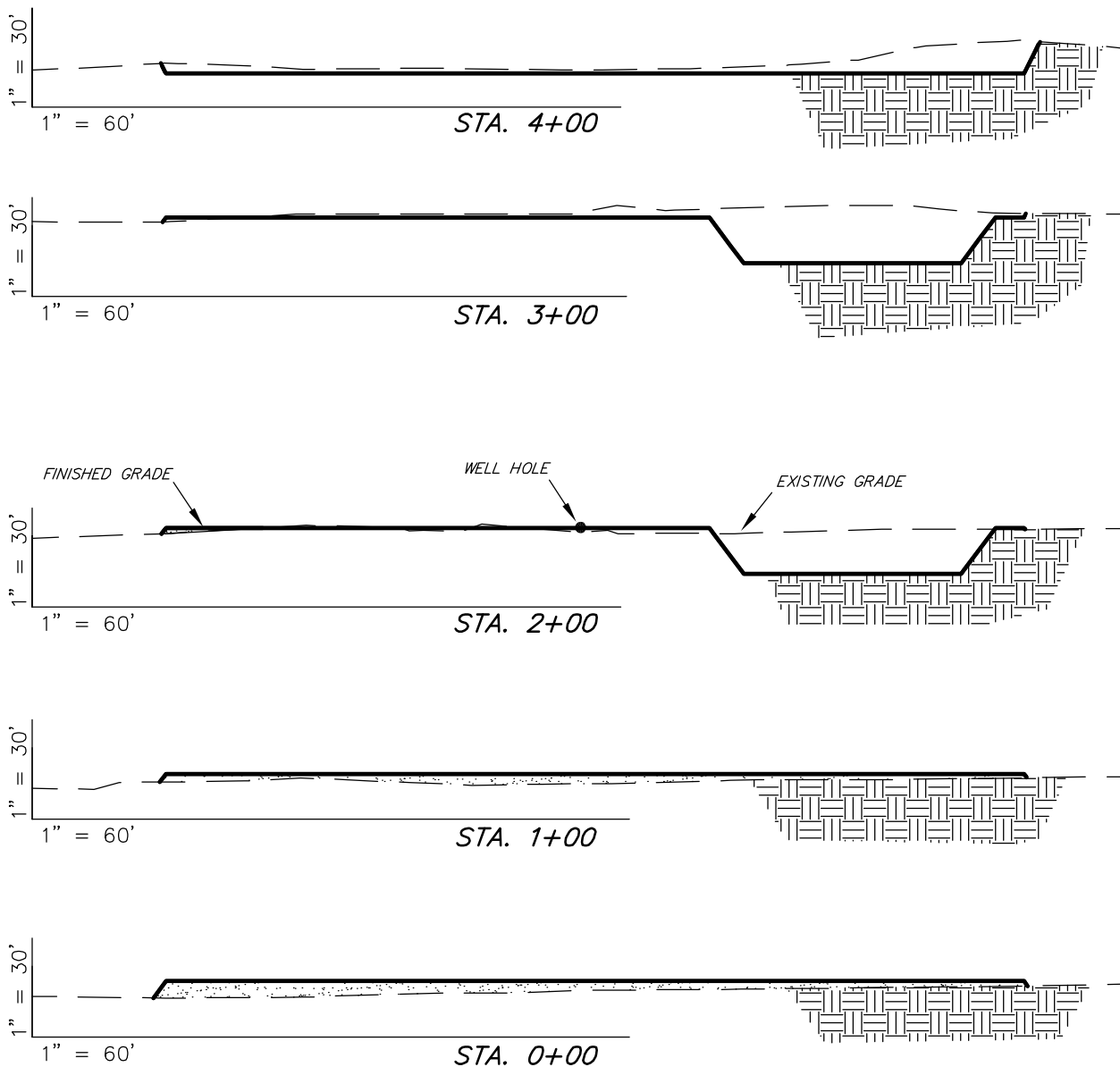
FIGURE #1

SURVEYED BY: C.D.S.	DATE SURVEYED: 03-04-12
DRAWN BY: L.C.S.	DATE DRAWN: 03-09-12
SCALE: 1" = 60'	REVISED:

Tri State
Land Surveying, Inc.
180 NORTH VERNAL AVE. VERNAL, UTAH 84078

(435) 781-2501

SHEET
2

BILL BARRETT CORPORATION**FIGURE #2****TYPICAL CROSS SECTIONS**FD #9-10-3-2
Section 10, T3S, R2E, U.S.B.&M.

NOTES:

1.) UNLESS OTHERWISE NOTED CUT SLOPES ARE AT 1:1 & FILL SLOPES ARE AT 1.5:1.

APPROXIMATE PROPOSED SURFACE USE AREA

	DISTANCE	ACRES
WELL SITE DISTURBANCE	NA	±4.637 ACRES
30' WIDE ACCESS ROAD R-O-W DISTURBANCE	±872'	±0.601 ACRES
30' WIDE PIPELINE R-O-W DISTURBANCE	±859'	±0.591 ACRES
TOTAL SURFACE USE AREA	±1,731'	±5.829 ACRES

ESTIMATED EARTHWORK QUANTITIES
(No Shrink or swell adjustments have been used)
(Expressed in Cubic Yards)

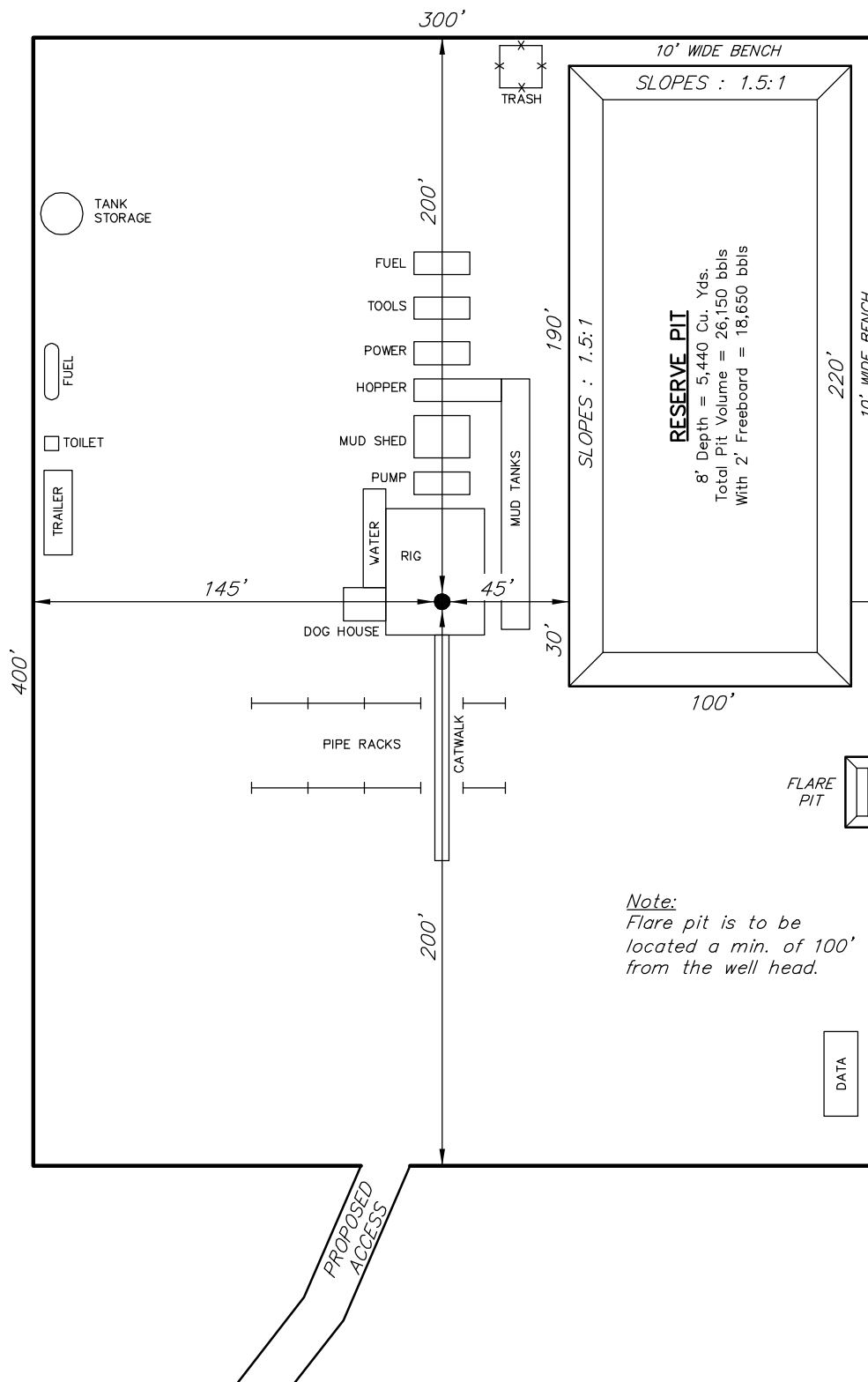
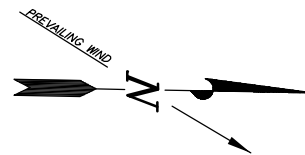
ITEM	CUT	FILL	6" TOPSOIL	EXCESS
PAD	1,150	3,870	Topsoil is not included in Pad Cut	-2,720
PIT	5,440	0		5,440
TOTALS	6,590	3,870	2,280	2,720

SURVEYED BY: C.D.S.	DATE SURVEYED: 03-04-12
DRAWN BY: L.C.S.	DATE DRAWN: 03-09-12
SCALE: 1" = 60'	REVISED:

Tri State
Land Surveying, Inc.
180 NORTH VERNAL AVE. VERNAL, UTAH 84078
(435) 781-2501

SHEET
3

RECEIVED: May 24, 2012

BILL BARRETT CORPORATION**TYPICAL RIG LAYOUT**FD #9-10-3-2
Section 10, T3S, R2E, U.S.B.&M.**FIGURE #3**

Note:
Flare pit is to be
located a min. of 100'
from the well head.

SURVEYED BY: C.D.S.	DATE SURVEYED: 03-04-12
DRAWN BY: L.C.S.	DATE DRAWN: 03-09-12
SCALE: 1" = 60'	REVISED:

Tri State
Land Surveying, Inc.
180 NORTH VERNAL AVE. VERNAL, UTAH 84078
(435) 781-2501

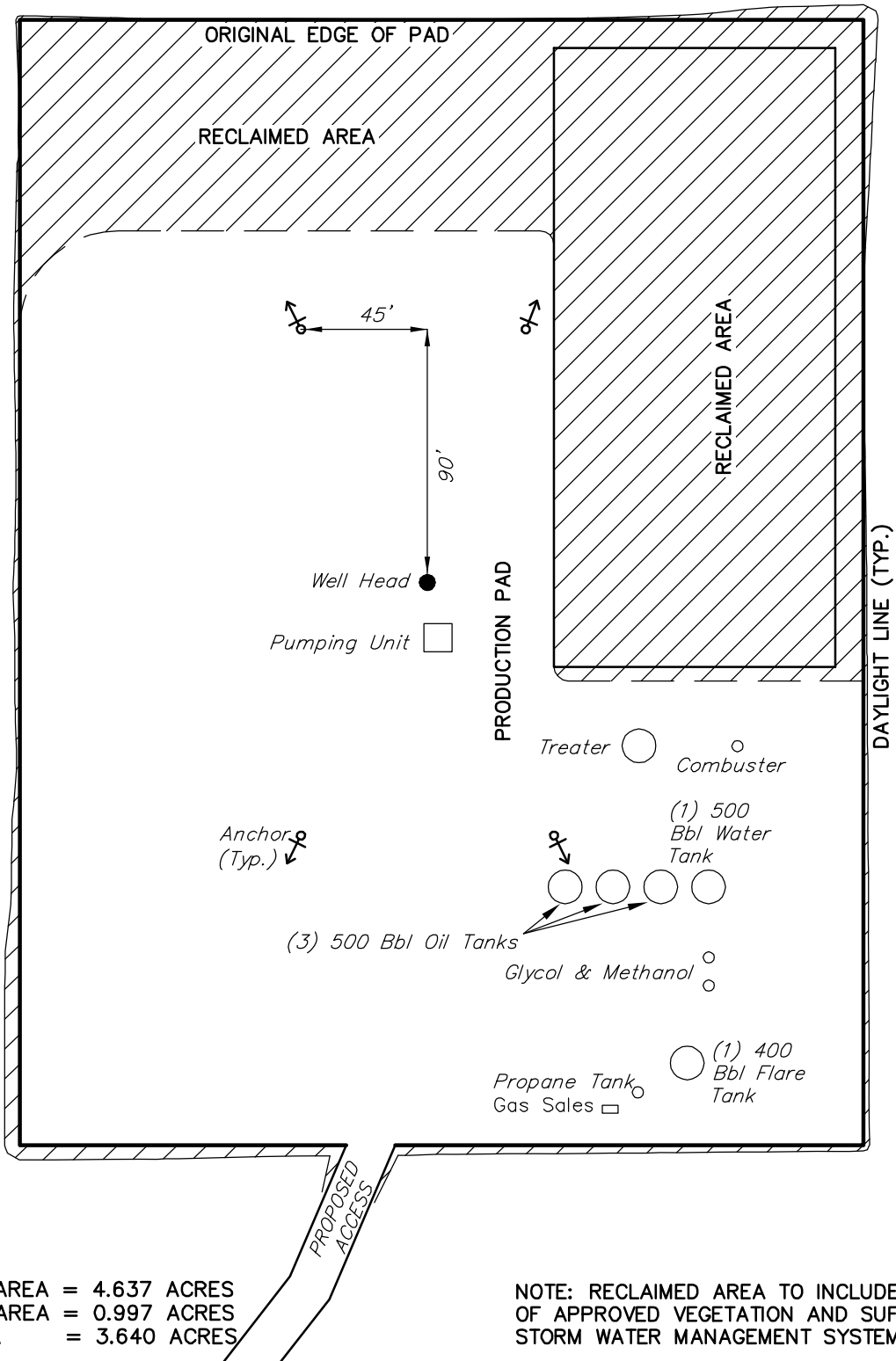
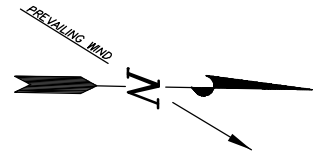
SHEET
4

RECEIVED: May 24, 2012

BILL BARRETT CORPORATION**INTERIM RECLAMATION PLAN**

FD #9-10-3-2

Section 10, T3S, R2E, U.S.B.&M.

FIGURE #4**DISTURBED AREA:**

TOTAL DISTURBED AREA = 4.637 ACRES

TOTAL RECLAIMED AREA = 0.997 ACRES

UNRECLAIMED AREA = 3.640 ACRES

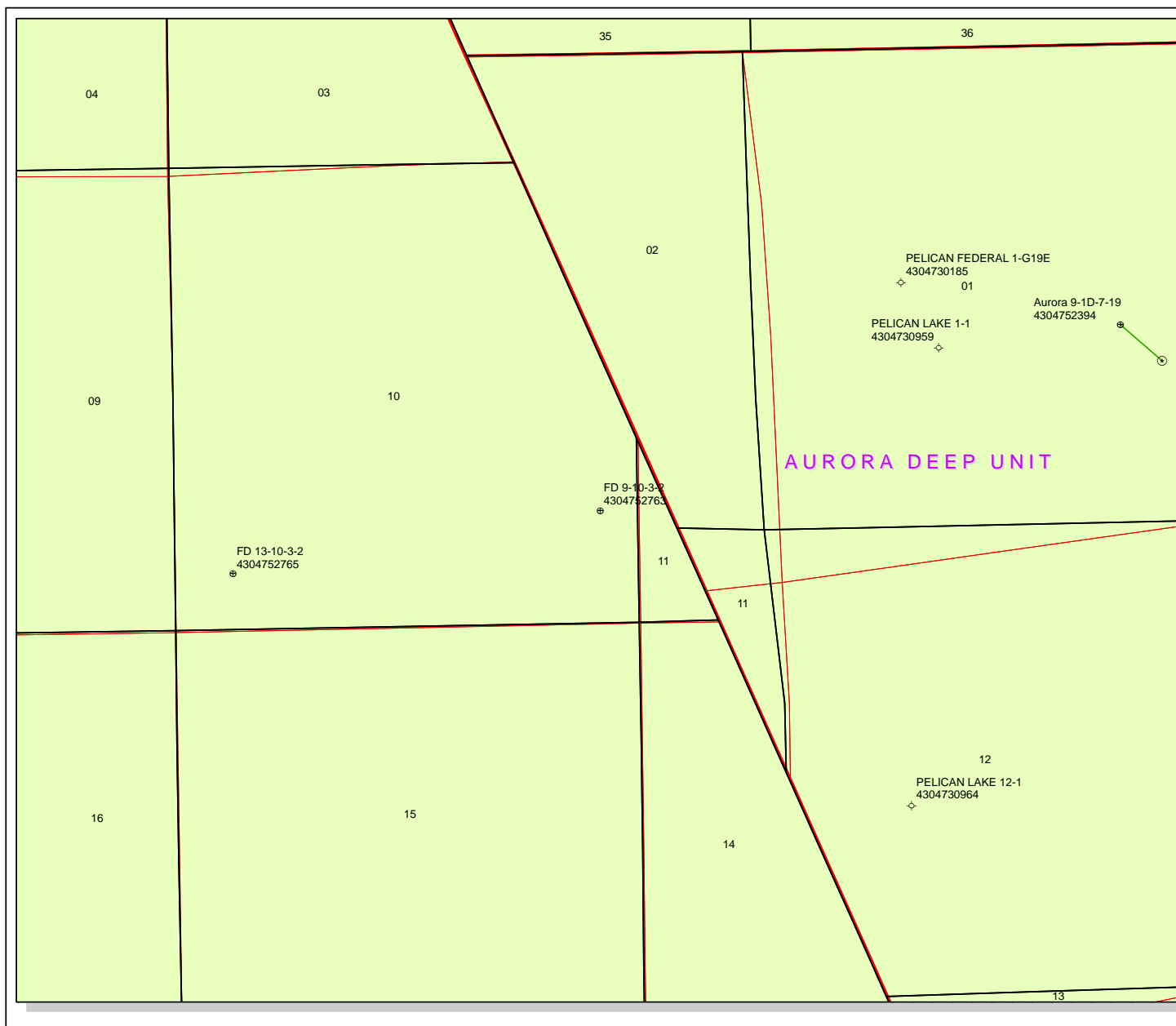
NOTE: RECLAIMED AREA TO INCLUDE SEEDING
OF APPROVED VEGETATION AND SUFFICIENT
STORM WATER MANAGEMENT SYSTEM.

SURVEYED BY: C.D.S.	DATE SURVEYED: 03-04-12
DRAWN BY: L.C.S.	DATE DRAWN: 03-09-12
SCALE: 1" = 60'	REVISED:

Tri State
Land Surveying, Inc.
180 NORTH VERNAL AVE. VERNAL, UTAH 84078
(435) 781-2501

SHEET
5

RECEIVED: May 24, 2012



API Number: 4304752763

Well Name: FD 9-10-3-2

Township T0.3 . Range R0.2 . Section 10

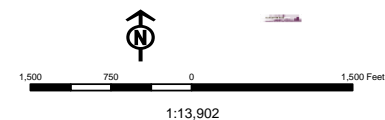
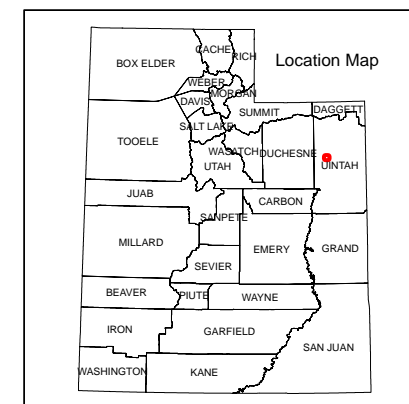
Meridian: UBM

Operator: BILL BARRETT CORP

Map Prepared:

Map Produced by Diana Mason

Units	Wells Query
STATUS	Status
ACTIVE	APD - Approved Permit
EXPLORATORY	DRL - Spudded (Drilling Commenced)
GAS STORAGE	GIW - Gas Injection
NF PP OIL	GS - Gas Storage
NF SECONDARY	LOC - New Location
PI OIL	OPS - Operation Suspended
PP GAS	PA - Plugged Abandoned
PP GEOTHERML	PGW - Producing Gas Well
PP OIL	POW - Producing Oil Well
SECONDARY	SGW - Shut-in Gas Well
TERMINATED	SOW - Shut-in Oil Well
Fields	TA - Temp. Abandoned
STATUS	TW - Test Well
ABANDONED	WDW - Water Disposal
ACTIVE	WW - Water Injection Well
COMBINED	WSW - Water Supply Well
INACTIVE	
STORAGE	
TERMINATED	



BOPE REVIEW BILL BARRETT CORP FD 9-10-3-2 43047527630000

Well Name	BILL BARRETT CORP FD 9-10-3-2 43047527630000			
String	Cond	Surf	Prod	
Casing Size(")	16.000	9.625	5.500	
Setting Depth (TVD)	80	1500	9415	
Previous Shoe Setting Depth (TVD)	0	80	1500	
Max Mud Weight (ppg)	8.8	8.8	9.5	
BOPE Proposed (psi)	500	500	5000	
Casing Internal Yield (psi)	1000	3520	10640	
Operators Max Anticipated Pressure (psi)	4699		9.6	

Calculations	Cond String	16.000	"	
Max BHP (psi)	.052*Setting Depth*MW=	37		
			BOPE Adequate For Drilling And Setting Casing at Depth?	
MASP (Gas) (psi)	Max BHP-(0.12*Setting Depth)=	27	YES	
MASP (Gas/Mud) (psi)	Max BHP-(0.22*Setting Depth)=	19	YES	
			*Can Full Expected Pressure Be Held At Previous Shoe?	
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth)=	19	NO	
Required Casing/BOPE Test Pressure=		80	psi	
*Max Pressure Allowed @ Previous Casing Shoe=		0	psi *Assumes 1psi/ft frac gradient	

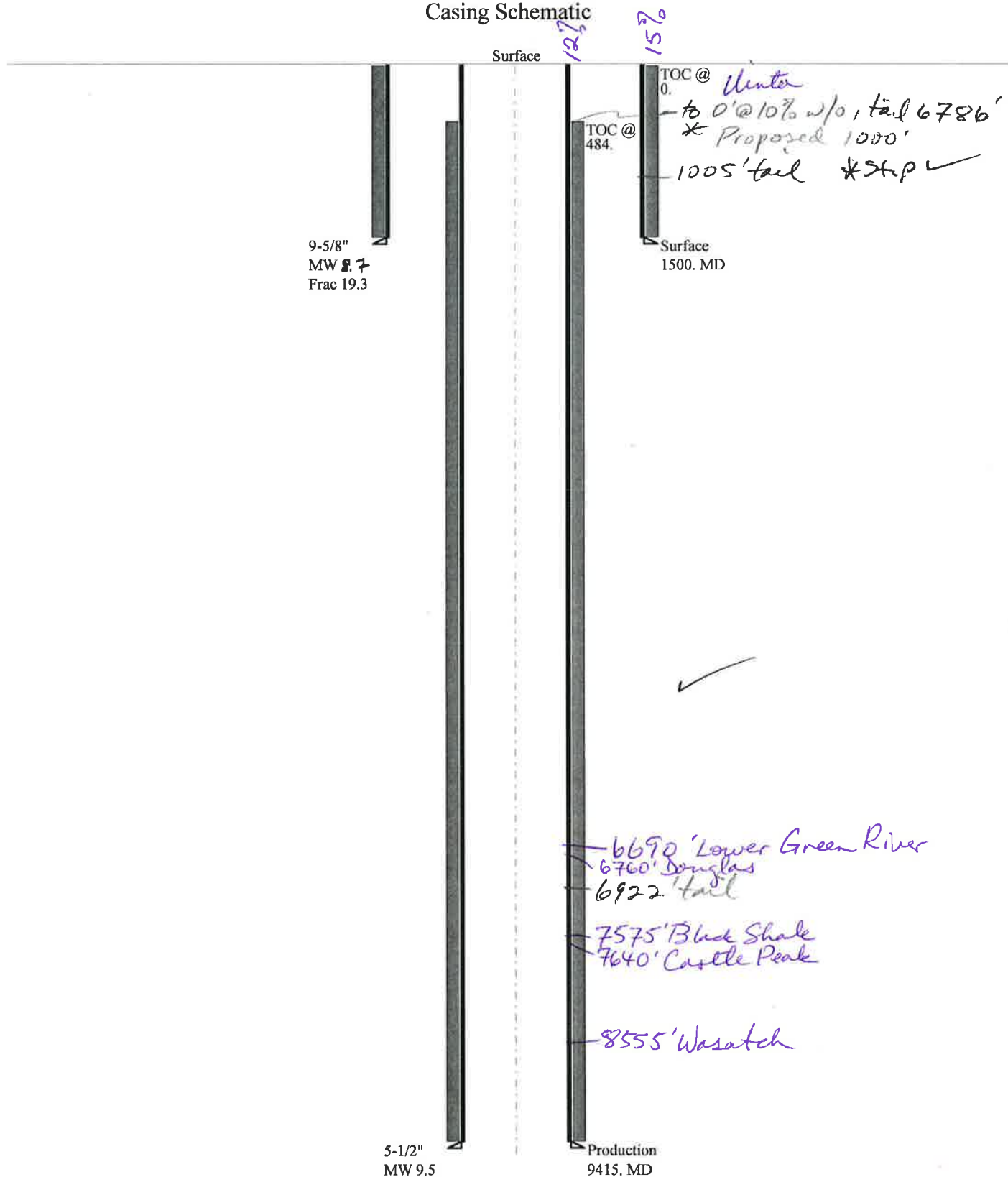
Calculations	Surf String	9.625	"	
Max BHP (psi)	.052*Setting Depth*MW=	686		
			BOPE Adequate For Drilling And Setting Casing at Depth?	
MASP (Gas) (psi)	Max BHP-(0.12*Setting Depth)=	506	NO	air/mist or fresh wtr, w/diverter
MASP (Gas/Mud) (psi)	Max BHP-(0.22*Setting Depth)=	356	YES	OK
			*Can Full Expected Pressure Be Held At Previous Shoe?	
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth)=	374	NO	OK
Required Casing/BOPE Test Pressure=		1500	psi	
*Max Pressure Allowed @ Previous Casing Shoe=		80	psi *Assumes 1psi/ft frac gradient	

Calculations	Prod String	5.500	"	
Max BHP (psi)	.052*Setting Depth*MW=	4651		
			BOPE Adequate For Drilling And Setting Casing at Depth?	
MASP (Gas) (psi)	Max BHP-(0.12*Setting Depth)=	3521	YES	
MASP (Gas/Mud) (psi)	Max BHP-(0.22*Setting Depth)=	2580	YES	OK
			*Can Full Expected Pressure Be Held At Previous Shoe?	
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth)=	2910	NO	OK
Required Casing/BOPE Test Pressure=		5000	psi	
*Max Pressure Allowed @ Previous Casing Shoe=		1500	psi *Assumes 1psi/ft frac gradient	

Calculations	String		"	
Max BHP (psi)	.052*Setting Depth*MW=			
			BOPE Adequate For Drilling And Setting Casing at Depth?	
MASP (Gas) (psi)	Max BHP-(0.12*Setting Depth)=		NO	
MASP (Gas/Mud) (psi)	Max BHP-(0.22*Setting Depth)=		NO	
			*Can Full Expected Pressure Be Held At Previous Shoe?	
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth)=		NO	
Required Casing/BOPE Test Pressure=			psi	
*Max Pressure Allowed @ Previous Casing Shoe=			psi *Assumes 1psi/ft frac gradient	

43047527630000 FD 9-10-3-2

Casing Schematic



Well name:

43047527630000 FD 9-10-3-2

Operator:

BILL BARRETT CORP

String type:

Surface

Project ID:

43-047-52763

Location:

UINTAH COUNTY

Design parameters:**Collapse**

Mud weight: 8.700 ppg

Design is based on evacuated pipe.

Minimum design factors:**Collapse:**

Design factor 1.125

Burst:

Design factor 1.00

Environment:

H2S considered? No

Surface temperature: 74 °F

Bottom hole temperature: 95 °F

Temperature gradient: 1.40 °F/100ft

Minimum section length: 100 ft

Cement top: Surface

Burst

Max anticipated surface pressure:

1,170 psi

Internal gradient:

0.220 psi/ft

Calculated BHP

1,500 psi

No backup mud specified.

Tension:

8 Round STC: 1.80 (J)

8 Round LTC: 1.70 (J)

Buttress: 1.60 (J)

Premium: 1.50 (J)

Body yield: 1.50 (B)

Tension is based on air weight.

Neutral point: 1,307 ft

Non-directional string.**Re subsequent strings:**

Next setting depth: 9,415 ft

Next mud weight: 9.500 ppg

Next setting BHP: 4,646 psi

Fracture mud wt: 19.250 ppg

Fracture depth: 1,500 ft

Injection pressure: 1,500 psi

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Est. Cost (\$)
1	1500	9.625	36.00	J-55	ST&C	1500	1500	8.796	13037
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (kips)	Tension Strength (kips)	Tension Design Factor
1	678	2020	2.980	1500	3520	2.35	54	394	7.30 J

Prepared by: Helen Sadik-Macdonald
Div of Oil, Gas & MiningPhone: 801 538-5357
FAX: 801-359-3940Date: August 15, 2012
Salt Lake City, Utah**Remarks:**

Collapse is based on a vertical depth of 1500 ft, a mud weight of 8.7 ppg. The casing is considered to be evacuated for collapse purposes. Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

Engineering responsibility for use of this design will be that of the purchaser.

Well name:

43047527630000 FD 9-10-3-2Operator: **BILL BARRETT CORP**

String type: Production

Project ID:

43-047-52763

Location: **UINTAH COUNTY****Design parameters:****Collapse**

Mud weight: 9.500 ppg

Design is based on evacuated pipe.

Minimum design factors:**Collapse:**

Design factor 1.125

Burst:

Design factor 1.00

Environment:

H2S considered? No

Surface temperature: 74 °F

Bottom hole temperature: 206 °F

Temperature gradient: 1.40 °F/100ft

Minimum section length: 1,000 ft

Cement top: 484 ft

Burst

Max anticipated surface

pressure: 2,575 psi

Internal gradient: 0.220 psi/ft

Calculated BHP 4,646 psi

No backup mud specified.

Tension:

8 Round STC: 1.80 (J)

8 Round LTC: 1.80 (J)

Buttress: 1.60 (J)

Premium: 1.50 (J)

Body yield: 1.60 (B)

Non-directional string.

Tension is based on air weight.

Neutral point: 8,059 ft

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Est. Cost (\$)
1	9415	5.5	17.00	P-110	LT&C	9415	9415	4.767	62015
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (kips)	Tension Strength (kips)	Tension Design Factor
1	4646	7480	1.610	4646	10640	2.29	160.1	445	2.78 J

Prepared by: Helen Sadik-Macdonald
Div of Oil, Gas & MiningPhone: 801 538-5357
FAX: 801-359-3940Date: August 10, 2012
Salt Lake City, Utah**Remarks:**

Collapse is based on a vertical depth of 9415 ft, a mud weight of 9.5 ppg. The casing is considered to be evacuated for collapse purposes. Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

ON-SITE PREDRILL EVALUATION

Utah Division of Oil, Gas and Mining

Operator BILL BARRETT CORP
Well Name FD 9-10-3-2
API Number 43047527630000 **APD No** 6067 **Field/Unit** WILDCAT
Location: 1/4,1/4 NESE **Sec** 10 **Tw** 3.0S **Rng** 2.0E 1980 FSL 663 FEL
GPS Coord (UTM) **Surface Owner** Lever, LTD

Participants

Don Hamilton (permit contractor), Kary Eldredge (BBC), Dayton Slaugh (surveyor), Davie Stokes (EIS)

Regional/Local Setting & Topography

This location sits just to the north of 4500 South road in Randlett Utah approximately 4 miles north west of Pelican Lake. 4500 south is the main road leading between the Pelican lake area Randlett. The area around this location is very flat. There are exposed rock formations and sandy clay soil.

Surface Use Plan

Current Surface Use
Wildlfe Habitat

New Road Miles	Well Pad	Src Const Material	Surface Formation
0.17	Width 300 Length 400	Onsite	UNTA

Ancillary Facilities N

Waste Management Plan Adequate? Y

Environmental Parameters

Affected Floodplains and/or Wetlands N

Flora / Fauna

grease wood, spiny hopsage, rabbit brush, desert grasses

Soil Type and Characteristics

Sandy clay

Erosion Issues N

Sedimentation Issues N

Site Stability Issues N

Drainage Diverson Required? N

Berm Required? N

Erosion Sedimentation Control Required? N

Paleo Survey Run? N Paleo Potential Observed? N Cultural Survey Run? Y Cultural Resources? N

Reserve Pit

Site-Specific Factors

Site Ranking

Distance to Groundwater (feet)	>200	0
Distance to Surface Water (feet)	>1000	0
Dist. Nearest Municipal Well (ft)	>5280	0
Distance to Other Wells (feet)	>1320	0
Native Soil Type	Mod permeability	10
Fluid Type	TDS>5000 and	10
Drill Cuttings	Normal Rock	0
Annual Precipitation (inches)		0
Affected Populations		
Presence Nearby Utility Conduits	Not Present	0
Final Score		20 1 Sensitivity Level

Characteristics / Requirements

The reserve pit as proposed is 220' x 100' x 8' deep and is placed in a cut stable location.
Bill Barrett Corporation typically uses a 16 mil liner and this will adequate for the site.

Closed Loop Mud Required? N Liner Required? Y Liner Thickness 16 Pit Underlayment Required? Y

Other Observations / Comments

Richard Powell
Evaluator

6/19/2012
Date / Time

Application for Permit to Drill

Statement of Basis

Utah Division of Oil, Gas and Mining

APD No	API WellNo	Status	Well Type	Surf Owner	CBM
6067	43047527630000	LOCKED	OW	P	No
Operator	BILL BARRETT CORP		Surface Owner-APD	Lever, LTD	
Well Name	FD 9-10-3-2		Unit		
Field	WILDCAT		Type of Work	DRILL	
Location	NESE 10 3S 2E U 1980 FSL 663 FEL GPS Coord (UTM) 606575E 4454375N				

Geologic Statement of Basis

Bill Barrett proposes to set 80 feet of conductor and 1,500 feet of surface casing at this location. The entire surface hole will be drilled with fresh water mud. The depth to the base of the moderately saline water at this location is estimated to be at a depth of 1,400'. A search of Division of Water Rights records shows 2 water wells within a 10,000 foot radius of the center of Section 10. The wells are 200 and 300 feet in depth with listed uses as oil exploration, irrigation and stock watering. Both wells are more than 1 mile from the proposed location. The wells probably produce water from the Uinta Formation. The surface formation at this site is the Uinta Formation. The Uinta Formation is made up of interbedded shales and sandstones. The sandstones are mostly lenticular and discontinuous and should not be a significant source of useable ground water. The proposed casing and cement should adequately protect usable ground water in the area.

Brad Hill
APD Evaluator

7/10/2012
Date / Time

Surface Statement of Basis

This location is on fee surface owned by Lever, LTD. I spoke to land owner representative Jane Spirn about this proposed well location. Ms. Spirn stated that she had no concerns with this site and that she would not attend the presite. This appears to be a good location for placement of this well.

Richard Powell
Onsite Evaluator

6/19/2012
Date / Time

Conditions of Approval / Application for Permit to Drill

Category	Condition
Pits	A synthetic liner with a minimum thickness of 16 mils with a felt subliner shall be properly installed and maintained in the reserve pit.
Surface	The reserve pit shall be fenced upon completion of drilling operations.

WORKSHEET APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 5/24/2012

API NO. ASSIGNED: 43047527630000

WELL NAME: FD 9-10-3-2

OPERATOR: BILL BARRETT CORP (N2165)

PHONE NUMBER: 303 312-8172

CONTACT: Venessa Langmacher

PROPOSED LOCATION: NESE 10 030S 020E

Permit Tech Review: ☒

SURFACE: 1980 FSL 0663 FEL

Engineering Review: ☒

BOTTOM: 1980 FSL 0663 FEL

Geology Review: ☒

COUNTY: UINTAH

LATITUDE: 40.23493

LONGITUDE: -109.74721

UTM SURF EASTINGS: 606575.00

NORTHINGS: 4454375.00

FIELD NAME: WILDCAT

LEASE TYPE: 4 - Fee

LEASE NUMBER: Fee

PROPOSED PRODUCING FORMATION(S): GREEN RIVER-WASATCH

SURFACE OWNER: 4 - Fee

COALBED METHANE: NO

RECEIVED AND/OR REVIEWED:

☒ PLAT☒ Bond: STATE/FEE - LPM4138148☐ Potash☐ Oil Shale 190-5☐ Oil Shale 190-3☐ Oil Shale 190-13☒ Water Permit: 49-2336☒ RDCC Review: 2012-08-29 00:00:00.0☒ Fee Surface Agreement☐ Intent to Commingle

Commingle Approved

LOCATION AND SITING:

☐ R649-2-3.

Unit:

☐ R649-3-2. General☐ R649-3-3. Exception☒ Drilling Unit

Board Cause No: R649-3-2

Effective Date:

Siting:

☐ R649-3-11. Directional Drill

Comments: Presite Completed

Stipulations: 5 - Statement of Basis - bhill
21 - RDCC - dmason
23 - Spacing - dmason

RECEIVED: September 13, 2012



GARY R. HERBERT
Governor

GREGORY S. BELL
Lieutenant Governor

State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA
Division Director

Permit To Drill

Well Name: FD 9-10-3-2

API Well Number: 43047527630000

Lease Number: Fee

Surface Owner: FEE (PRIVATE)

Approval Date: 9/13/2012

Issued to:

BILL BARRETT CORP, 1099 18th Street Ste 2300, Denver, CO 80202

Authority:

Pursuant to Utah Code Ann. 40-6-1 et seq., and Utah Administrative Code R649-3-1 et seq., the Utah Division of Oil, Gas and Mining issues conditions of approval, and permit to drill the listed well. This permit is issued in accordance with the requirements of R649-3-2. The expected producing formation or pool is the GREEN RIVER-WASATCH Formation(s), completion into any other zones will require filing a Sundry Notice (Form 9). Completion and commingling of more than one pool will require approval in accordance with R649-3-22.

Duration:

This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date

General:

Compliance with the requirements of Utah Admin. R. 649-1 et seq., the Oil and Gas Conservation General Rules, and the applicable terms and provisions of the approved Application for permit to drill.

Conditions of Approval:

The Application for Permit to Drill has been forwarded to the Resource Development Coordinating Committee for review of this action. The operator will be required to comply with any applicable recommendations resulting from this review. (See attached)

This proposed well is located in an area for which drilling units (well spacing patterns) have not been established through an order of the Board of Oil, Gas and Mining (the "Board"). In order to avoid the possibility of waste or injury to correlative rights, the operator is requested, once the well has been drilled, completed, and has produced, to analyze geological and engineering data generated therefrom, as well as any similar data from surrounding areas if available. As soon as is practicable after completion of its analysis, and if the analysis suggests an area larger than the quarter-quarter section upon which the well is located is being drained, the operator is requested to seek an appropriate order from the Board establishing drilling and spacing units in conformance with such analysis by filing a Request for Agency Action with the Board.

Compliance with the Conditions of Approval/Application for Permit to Drill outlined in the Statement of Basis (copy attached).

Additional Approvals:

The operator is required to obtain approval from the Division of Oil, Gas and mining before performing any of the following actions during the drilling of this well:

- Any changes to the approved drilling plan - contact Dustin Doucet
- Significant plug back of the well - contact Dustin Doucet
- Plug and abandonment of the well - contact Dustin Doucet

Notification Requirements:

The operator is required to notify the Division of Oil, Gas and Mining of the following actions during drilling of this well:

- Within 24 hours following the spudding of the well - contact Carol Daniels
OR
submit an electronic sundry notice (pre-registration required) via the Utah Oil & Gas website
at <http://oilgas.ogm.utah.gov>
- 24 hours prior to testing blowout prevention equipment - contact Dan Jarvis
- 24 hours prior to cementing or testing casing - contact Dan Jarvis
- Within 24 hours of making any emergency changes to the approved drilling program
- contact Dustin Doucet
- 24 hours prior to commencing operations to plug and abandon the well - contact Dan Jarvis

Contact Information:

The following are Division of Oil, Gas and Mining contacts and their telephone numbers (please leave a voicemail message if the person is not available to take the call):

- Carol Daniels 801-538-5284 - office
- Dustin Doucet 801-538-5281 - office
801-733-0983 - after office hours
- Dan Jarvis 801-538-5338 - office
801-231-8956 - after office hours

Reporting Requirements:

All reports, forms and submittals as required by the Utah Oil and Gas Conservation General Rules will be promptly filed with the Division of Oil, Gas and Mining, including but not limited to:

- Entity Action Form (Form 6) - due within 5 days of spudding the well
- Monthly Status Report (Form 9) - due by 5th day of the following calendar month
- Requests to Change Plans (Form 9) - due prior to implementation
- Written Notice of Emergency Changes (Form 9) - due within 5 days
- Notice of Operations Suspension or Resumption (Form 9) - due prior to implementation
- Report of Water Encountered (Form 7) - due within 30 days after completion
- Well Completion Report (Form 8) - due within 30 days after completion or plugging

Approved By:

A handwritten signature in black ink, appearing to read "J. Rogers", written in a cursive style.

For John Rogers
Associate Director, Oil & Gas

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: Fee
1. TYPE OF WELL Oil Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
2. NAME OF OPERATOR: BILL BARRETT CORP		7. UNIT or CA AGREEMENT NAME:
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		8. WELL NAME and NUMBER: FD 9-10-3-2
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1980 FSL 0663 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NESE Section: 10 Township: 03.0S Range: 02.0E Meridian: U		9. API NUMBER: 43047527630000
PHONE NUMBER: 303 312-8164 Ext		9. FIELD and POOL or WILDCAT: WILDCAT
COUNTY: UINTAH		STATE: UTAH
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA		
TYPE OF SUBMISSION	TYPE OF ACTION	
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 3/1/2013 <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date:	<div style="display: flex; flex-wrap: wrap;"> <div style="width: 33%;"> <input type="checkbox"/> ACIDIZE <input checked="" type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION </div> <div style="width: 33%;"> <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER </div> <div style="width: 33%;"> <input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/> </div> </div>	
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. BBC is submitting this sundry to request permission to change the production hole size from 8-3/4" to 7-7/8". Surface hole and casing size, production casing size, and the TD will remain the same as original permitted. Please see the attached revised drilling plan and cement calculator. Please contact Brady Riley at 303-312-8115 with any questions in regard to the proposed change.		
NAME (PLEASE PRINT) Brady Riley		PHONE NUMBER 303 312-8115
SIGNATURE N/A		TITLE Permit Analyst
DATE 2/26/2013		<div style="text-align: right;"> Approved by the Utah Division of Oil, Gas and Mining Date: March 05, 2013 By: </div>

BILL BARRETT CORPORATION
DRILLING PLAN REVISED

FD 9-10-3-2

Lot 2 (NE SE), 1980' FSL and 663' FEL, Section 10, T3S-R2E, USB&M
 Uintah County, Utah

1 - 2. Estimated Tops of Geological Markers and Formations Expected to Contain Water, Oil and Gas and Other Minerals

<u>Formation</u>	<u>Depth – MD</u>	<u>Depth - TVD</u>
Lower Green River*	6,690'	6,690'
Douglas Creek	6,760'	6,760'
Black Shale	7,575'	7,575'
Castle Peak	7,640'	7,640'
Wasatch*	8,555'	8,555'
TD	9,415'	9,415'

*PROSPECTIVE PAY

The Wasatch and the Lower Green River are primary objectives for oil/gas.

Base of Useable Water = 1,980'

3. BOP and Pressure Containment Data

<u>Depth Intervals</u>	<u>BOP Equipment</u>
0 – 1,500'	No pressure control required (may pre-set 9-5/8" will smaller rig)
1,500' – TD	11" 5000# Ram Type BOP 11" 5000# Annular BOP
- Drilling spool to accommodate choke and kill lines;	
- Ancillary equipment and choke manifold rated at 5,000 psi. All BOP and BOPE tests will be in accordance with the requirements of onshore Order No. 2;	
- The State of Utah Division of Oil, Gas and Mining will be notified 24 hours in advance of all BOP pressure tests.	
- BOP hand wheels may be underneath the sub-structure of the rig if the drilling rig used is set up To operate most efficiently in this manner.	

4. Casing Program

<u>Hole Size</u>	<u>SETTING DEPTH</u>		<u>Casing Size</u>	<u>Casing Weight</u>	<u>Casing Grade</u>	<u>Thread</u>	<u>Condition</u>
	<u>(FROM)</u>	<u>(TO)</u>					
26"	Surface	80'	16"	65#			
12 1/4"	Surface	1,500'	9 5/8"	36#	J or K 55	ST&C	New
7 7/8"	Surface	TD	5 1/2"	17#	P-110	LT&C	New

*The casing program is based on recent wells drilled by Axia in the immediate area.

Note: 9-5/8" casing may be preset with a spudder rig. If this occurs, the following equipment shall be in place and operational during air/gas drilling:

- Properly lubricated and maintained rotating head
- Spark arresters on engines or water cooled exhaust
- Blooie line discharge 100 feet from well bore and securely anchored
- Straight run on blooie line unless otherwise approved

Bill Barrett Corporation
 Drilling Program **REVISED**
 FD 9-10-3-2
 Uintah County, Utah

- Deduster equipment
- All cuttings and circulating medium shall be directed into a reserve or blooie pit
- Float valve above bit
- Automatic igniter or continuous pilot light on the blooie line
- Compressors located in the opposite direction from the blooie line a minimum of 100 feet from the well bore
- Mud circulating equipment, water, and mud materials (does not have to be premixed) sufficient to maintain the capacity of the hole and circulating tanks or pits

5. **Cementing Program**

16" Conductor Casing	Grout
9 5/8" Surface Casing (may pre-set with spudder rig)	Lead: 190 sx Halliburton Light Premium with additives mixed at 11.0 ppg (yield = 3.16 ft ³ /sx) circulated to surface with 75% excess. TOC @ Surface Tail: 210 sx Halliburton Premium Plus cement with additives mixed at 14.8 ppg (yield = 1.36 ft ³ /sx), calculated hole volume with 75% excess. TOC @ 1,000'
5 1/2" Production Casing	Lead: 690 sx Tuned Light cement with additives mixed at 11.0 ppg (yield = 2.31 ft ³ /sx). TOC @ 1,000' Tail: 440 sx Halliburton Econocem cement with additives mixed at 13.5 ppg (yield = 1.42 ft ³ /sx). Top of cement to be determined by log and sample evaluation; estimated TOC @ 7,075'

6. **Mud Program**

<u>Interval</u>	<u>Weight</u>	<u>Viscosity</u>	<u>Fluid Loss</u> <u>(API filtrate)</u>	<u>Remarks</u>
0' – 1,500'	Air/Mist/Mud 8.3 – 8.7	26 – 36	NC	Air/Mist/Freshwater Spud Mud Fluid System
1,500' - 5,500'	9.2 – 9.4	26 – 36	NC	Freshwater Mud Fluid System
5,500' – TD	9.4 – 9.5	42-58	25 cc or less	DAP Fluid System
Note: Sufficient mud materials to maintain mud properties, control lost circulation and to contain "kicks" will be available at wellsite. BBC may require minor amounts of diesel to be added to its fluid system in order to reduce torque and drag.				

7. **Testing, Logging and Core Programs**

Cores	None anticipated;
Testing	None anticipated; drill stem tests may be run on shows of interest;
Sampling	30' to 50' samples; surface casing to TD. Preserve samples all show intervals;
Surveys	MWD as needed to land wellbore;
Logging	DIL-GR-SP, FDC-CNL-GR-CALIPER-Pe-Microlog, Sonic-GR (all TD to surface). FMI & Sonic Scanner to be run at geologist's discretion.

8. **Anticipated Abnormal Pressures or Temperatures**

Bill Barrett Corporation
Drilling Program **REVISED**
FD 9-10-3-2
Uintah County, Utah

No abnormal pressures or temperatures or other hazards are anticipated.

Maximum anticipated bottom hole pressure equals approximately 4699 psi* and maximum anticipated surface pressure equals approximately 2628 psi** (bottom hole pressure minus the pressure of a partially evacuated hole calculated at 0.22 psi/foot).

*Max Mud Wt x 0.052 x TD = A (bottom hole pressure)

**Maximum surface pressure = A - (0.22 x TD)

9. Auxiliary Equipment

- a) Upper kelly cock; lower Kelly cock will be installed while drilling
 - b) Inside BOP or stab-in valve (available on rig floor)
 - c) Safety valve(s) and subs to fit all string connections in use
- Mud monitoring will be visually observed

10. Location and Type of Water Supply

Water for the drilling and completion will be trucked from the Green River located in Sec. 33, T8S-R20E.

11. Drilling Schedule

Location Construction:	March 2013
Spud:	March 2013
Duration:	15 days drilling time
	45 days completion time



Bill Barrett Corporation

AURORA CEMENT VOLUMES

Well Name: [FD 9-10-3-2](#)

Surface Hole Data:

Total Depth:	1,500'
Top of Cement:	0'
OD of Hole:	12.250"
OD of Casing:	9.625"

Calculated Data:

Lead Volume:	548.1	ft ³
Lead Fill:	1,000'	
Tail Volume:	274.0	ft ³
Tail Fill:	500'	

Cement Data:

Lead Yield:	3.16	ft ³ /sk
% Excess:	75%	
Top of Lead:	0'	

Calculated # of Sacks:

# SK's Lead:	190
--------------	-----

Tail Yield:	1.36	ft ³ /sk
% Excess:	75%	
Top of Tail:	1,000'	

# SK's Tail:	210
--------------	-----

Production Hole Data:

Total Depth:	9,415'
Top of Cement:	1,000'
Top of Tail:	7,075'
OD of Hole:	7.875"
OD of Casing:	5.500"

Calculated Data:

Lead Volume:	1578.8	ft ³
Lead Fill:	6,075'	
Tail Volume:	608.2	ft ³
Tail Fill:	2,340'	

Cement Data:

Lead Yield:	2.31	ft ³ /sk
Tail Yield:	1.42	ft ³ /sk
% Excess:	50%	

Calculated # of Sacks:

# SK's Lead:	690
# SK's Tail:	440

FD 9-10-3-2 Proposed Cementing Program

<u>Job Recommendation</u>		<u>Surface Casing</u>	
Lead Cement - (1000' - 0')			
Halliburton Light Premium	Fluid Weight:	11.0	lbm/gal
5.0 lbm/sk Silicalite Compacted	Slurry Yield:	3.16	ft ³ /sk
0.25 lbm/sk Kwik Seal	Total Mixing Fluid:	19.48	Gal/sk
0.125 lbm/sk Poly-E-Flake	Top of Fluid:	0'	
2.0% Bentonite	Calculated Fill:	1,000'	
	Volume:	97.61	bbl
	Proposed Sacks:	190	sks
Tail Cement - (TD - 1000')			
Premium Cement	Fluid Weight:	14.8	lbm/gal
2.0% Calcium Chloride	Slurry Yield:	1.36	ft ³ /sk
	Total Mixing Fluid:	6.37	Gal/sk
	Top of Fluid:	1,000'	
	Calculated Fill:	500'	
	Volume:	48.80	bbl
	Proposed Sacks:	210	sks

<u>Job Recommendation</u>		<u>Production Casing</u>	
Lead Cement - (7075' - 1000')			
Tuned Light™ System	Fluid Weight:	11.0	lbm/gal
	Slurry Yield:	2.31	ft ³ /sk
	Total Mixing Fluid:	10.65	Gal/sk
	Top of Fluid:	1,000'	
	Calculated Fill:	6,075'	
	Volume:	281.17	bbl
	Proposed Sacks:	690	sks
Tail Cement - (9415' - 7075')			
Econocem™ System	Fluid Weight:	13.5	lbm/gal
0.125 lbm/sk Poly-E-Flake	Slurry Yield:	1.42	ft ³ /sk
1.0 lbm/sk Granulite TR 1/4	Total Mixing Fluid:	6.61	Gal/sk
	Top of Fluid:	7,075'	
	Calculated Fill:	2,340'	
	Volume:	108.31	bbl
	Proposed Sacks:	440	sks

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: Fee
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: FD 9-10-3-2	
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43047527630000	
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8164 Ext	9. FIELD and POOL or WILDCAT: WILDCAT
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1980 FSL 0663 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NESE Section: 10 Township: 03.0S Range: 02.0E Meridian: U	COUNTY: UINTAH	
		STATE: UTAH

11.

CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/>
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:			
<input checked="" type="checkbox"/> SPUD REPORT Date of Spud: 3/21/2013			
<input type="checkbox"/> DRILLING REPORT Report Date:			

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Drilling Contractor: Triple A Drilling LLC; Rig #: TA 4037; Rig Type: Soilmec SR/30; Spud Date: 3/21/13; Spud Time: 9:30 AM; Conductor Size: 16"; Hole Size: 26"; Commence Drilling approximate start date: 4/1/2013

**Accepted by the
 Utah Division of
 Oil, Gas and Mining
 FOR RECORD ONLY
 March 21, 2013**

NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A		DATE 3/21/2013

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: Fee
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2. NAME OF OPERATOR: BILL BARRETT CORP		7. UNIT or CA AGREEMENT NAME:
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PHONE NUMBER: 303 312-8164 Ext		9. FIELD and POOL or WILDCAT: WILDCAT
COUNTY: UINTAH		STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION			
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR	
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME	
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE	
<input checked="" type="checkbox"/> DRILLING REPORT Report Date: 3/1/2013	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION	
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK	
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION	
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON	
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL	
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION	
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input style="width: 100px;" type="text"/>	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Spud in March 2013

Accepted by the
 Utah Division of
 Oil, Gas and Mining
FOR RECORD ONLY
 April 05, 2013

NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A	DATE 4/5/2013	

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 6

ENTITY ACTION FORM

Operator: Bill Barrett Corporation Operator Account Number: N 2165
Address: 1099 18th Street, Suite 2300
city Denver
state CO zip 80202 Phone Number: (303) 312-8115

Well 1

API Number	Well Name		QQ	Sec	Twp	Rng	County
4304752763	FD 9-10-3-2		NESE	10	3S	2E	Uintah
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
A	<u>new</u>	<u>189168</u>	3/21/2013			<u>3/28/13</u>	
Comments: Spudding Operation was conducted by Triple A Drilling @ 9:30 am.							

Well 2

API Number	Well Name		QQ	Sec	Twp	Rng	County
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
Comments:							

Well 3

API Number	Well Name		QQ	Sec	Twp	Rng	County
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
Comments:							

ACTION CODES:

- A - Establish new entity for new well (single well only)
- B - Add new well to existing entity (group or unit well)
- C - Re-assign well from one existing entity to another existing entity
- D - Re-assign well from one existing entity to a new entity
- E - Other (Explain in 'comments' section)

Brady Riley

Name (Please Print)

Brady Riley

Signature

Permit Analyst

Title

3/21/2013

Date

RECEIVED
MAR 21 2013

Div. of Oil, Gas & Mining

BLM - Vernal Field Office - Notification Form

Operator Bill Barrett Corporation Rig Name/# CAPSTAR 328
Submitted By JARED MEJORADO Phone Number 281-846-7727
Well Name/Number FD9-10-3-2
Qtr/Qtr NESE Section 10 Township 3.0S Range 2.0E
Lease Serial Number FEE
API Number 43047527630000

Spud Notice – Spud is the initial spudding of the well, not drilling out below a casing string.

Date/Time _____ AM ☐ PM ☐

Casing – Please report time casing run starts, not cementing times.

- ☒ Surface Casing
☐ Intermediate Casing
☐ Production Casing
☐ Liner
☐ Other

Date/Time 04/03/2013 9:00 AM ☒ PM ☐

BOPE

- ☐ Initial BOPE test at surface casing point
☐ BOPE test at intermediate casing point
☐ 30 day BOPE test
☐ Other

RECEIVED

APR 02 2013

DIV. OF OIL, GAS & MINING

Date/Time _____ AM ☐ PM ☐

Remarks RUN 9 5/8 36# J-55 ST&C SURFACE CASING & CEMENT

BLM - Vernal Field Office - Notification Form

Operator Bill Barrett Corporation Rig Name/# CAPSTAR 328
Submitted By JARED MEJORADO Phone Number 281-846-7727
Well Name/Number ED9-10-3-2
Qtr/Qtr NESE Section 10 Township 3.0S Range 2.0E
Lease Serial Number FEE
API Number 43047527630000

Spud Notice – Spud is the initial spudding of the well, not drilling out below a casing string.

Date/Time _____ AM ☐ PM ☐

Casing – Please report time casing run starts, not cementing times.

- ☐ Surface Casing
- ☐ Intermediate Casing
- ☐ Production Casing
- ☐ Liner
- ☐ Other

Date/Time _____ AM ☐ PM ☐

BOPE

- ☒ Initial BOPE test at surface casing point
- ☐ BOPE test at intermediate casing point
- ☐ 30 day BOPE test
- ☐ Other

RECEIVED

APR 03 2013

DIV. OF OIL, GAS & MINING

Date/Time 04/03/2013 ⁰⁴ 4:00 AM ☒ PM ☐

Remarks TEST B.O.P.

BLM - Vernal Field Office - Notification Form

Operator Bill Barrett Corporation Rig Name/# CAPSTAR 328
Submitted By JARED MEJORADO Phone Number 281-846-7727
Well Name/Number FD9-10-3-2
Qtr/Qtr NESE Section 10 Township 3.0S Range 2.0E
Lease Serial Number FEE
API Number 43047527630000

Spud Notice – Spud is the initial spudding of the well, not drilling out below a casing string.

Date/Time _____ AM ☐ PM ☐

Casing – Please report time casing run starts, not cementing times.

- ☐ Surface Casing
☐ Intermediate Casing
☒ Production Casing
☐ Liner
☐ Other

Date/Time 04/10/2013 3:00 AM ☒ PM ☐

BOPE

- ☐ Initial BOPE test at surface casing point
☐ BOPE test at intermediate casing point
☐ 30 day BOPE test
☐ Other

RECEIVED**APR 03 2013**

DIV. OF OIL, GAS & MINING

Date/Time _____ AM ☐ PM ☐

Remarks PRODUCTION CASING AND CEMENT

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9			
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: Fee			
1. TYPE OF WELL Oil Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:			
2. NAME OF OPERATOR: BILL BARRETT CORP		7. UNIT or CA AGREEMENT NAME:			
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		8. WELL NAME and NUMBER: FD 9-10-3-2			
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1980 FSL 0663 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NESE Section: 10 Township: 03.0S Range: 02.0E Meridian: U		9. API NUMBER: 43047527630000			
PHONE NUMBER: 303 312-8164 Ext		9. FIELD and POOL or WILDCAT: WILDCAT			
COUNTY: UINTAH		STATE: UTAH			
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA					
TYPE OF SUBMISSION	TYPE OF ACTION				
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 3/26/2013 <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date:	<table style="width: 100%; border: none;"> <tr> <td style="width: 33%; vertical-align: top;"> <input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION </td> <td style="width: 33%; vertical-align: top;"> <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input checked="" type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER </td> <td style="width: 33%; vertical-align: top;"> <input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/> </td> </tr> </table>		<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input checked="" type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/>
<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input checked="" type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/>			
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.					
<p>In accordance with Utah Division of Oil, Gas, and Mining's Rule 649-3-22, completion into two or more pools, BBC is submitting this sundry to request commingling approval for the Green River and Wasatch formations. Oil and associated gas composition is similar across all formations. The pressure profile across the formations is similar and BBC does not anticipate any cross flow. Production is considered to be from one pool. In the event that allocation by zone or interval is required, BBC would use representative sampling obtained from production logs and allocate on a percentage basis by zone or interval. A letter and affidavit of notice is attached.</p>					
Approved by the Utah Division of Oil, Gas and Mining Date: April 15, 2013 By: <u>Derek Duff</u>					
NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst			
SIGNATURE N/A	DATE 3/26/2013				



Bill Barrett Corporation

May 24, 2012

Utah Division of Oil, Gas and Mining
Attention: Dustin Doucet
1594 West North Temple, Suite 1120
Salt Lake City, Utah

RE: Commingling Application
Fort Duchesne Area
FD 9-10-3-2
NESE Section 10, T3S-R2E
Duchesne County, UT

Dear Mr. Doucet,

Bill Barrett Corporation has submitted an application to commingle production from the Wasatch and Green River formations in the subject well located in the Fort Duchesne Prospect. In compliance with Utah OGM regulation R649-3-22, BBC has enclosed copies of the completed application.

Should you require additional information in this regards, please feel free to contact me at 303-299-9935. Your earliest attention to this matter is appreciated.

BILL BARRETT CORPORATION

Veneise Langmacke
for

Thomas J. Abell
Landman

Enclosures



Bill Barrett Corporation

AFFIDAVIT OF NOTICE

My name is Thomas J. Abell. I am a Landman with Bill Barrett Corporation (BBC). BBC has submitted an application to commingle production from the Wasatch and Green River formations in the following well within the Fort Duchesne Prospect:

FD 9-10-3-2 NESE Section 10 T3S-R2E

In compliance with the Utah OGM regulation R649-3-22, I have provided a copy of the application, by certified mail, to the owners as listed below of all contiguous oil and gas Leases or drilling units overlying the pool.

Lessees

EnCana Oil & Gas (USA) Inc.
Forest Oil Corporation

Date: May 24, 2012

Affiant:



Thomas J. Abell
Landman



May 24, 2012

EnCana Oil & Gas (USA), Inc.
Attn: Judy Tatham
370 17th Street, Suite 1700
Denver, CO 80202

RE: Commingling Application
FD 9-10-3-2
Duchesne County, UT

Dear Ms. Tatham,

Bill Barrett Corporation has submitted an application to commingle production from the Wasatch and Green River formations in the subject well. We enclosed herewith copies of the application together with a plat showing the leases and wells in the area and affidavit confirming notice pursuant to the Utah OGM regulations.

Should you require additional information in this regards, please feel free to contact me at 303-299-9935. Your earliest attention to this matter is appreciated.

BILL BARRETT CORPORATION

Thomas J. Abell

Thomas J. Abell
Landman

for

Enclosures



Bill Barrett Corporation

May 24, 2012

Forest Oil Corporation
Attn: Ken Mcphee
707 17th St # 3600
Denver, CO 80202

RE: Commingling Application
FD 9-10-3-2
Duchesne County, UT

Dear Mr. Mcphee,

Bill Barrett Corporation has submitted an application to commingle production from the Wasatch and Green River formations in the subject well. We enclosed herewith copies of the application together with a plat showing the leases and wells in the area and affidavit confirming notice pursuant to the Utah OGM regulations.

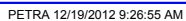
Should you require additional information in this regards, please feel free to contact me at 303-299-9935. Your earliest attention to this matter is appreciated.

BILL BARRETT CORPORATION

Venevia Spangmacker

Thomas J. Abell
Landman

Enclosures



STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: Fee
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: FD 9-10-3-2	
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43047527630000	
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8134 Ext	9. FIELD and POOL or WILDCAT: WILDCAT
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1980 FSL 0663 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NESE Section: 10 Township: 03.0S Range: 02.0E Meridian: U	COUNTY: UINTAH	
		STATE: UTAH

11.

CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION			
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR	
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME	
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE	
<input checked="" type="checkbox"/> DRILLING REPORT Report Date: 4/30/2013	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION	
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK	
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	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION	
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input style="width: 100px;" type="text"/>	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Attached is the April 2013 Drilling Activity for this well.

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
 May 10, 2013

NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A		DATE 5/3/2013

**9-10-3-2 FD 4/1/2013 11:00 - 4/2/2013 06:00**

API/UWI 43047527630000	State/Province UT	County Uintah	Field Name Fort Duchesne	Well Status COMPLETION	Total Depth (ftKB) 8,778.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
11:00	8.50	19:30	1	RIGUP & TEARDOWN	MOVE RIG 5.5 MILES TO NEW LOCATION - SET IN LOADS & RIG UP
19:30	5.50	01:00	21	OPEN	WELD IN FLANGED CONDUCTOR - NIPPLE UP ROTATING HEAD ASSEMBLY - R/U FLARE LINE 'S OFF GAS BUSTER
01:00	2.00	03:00	20	DIRECTIONAL WORK	P/U & M/U DIRECTIONAL TOOLS
03:00	3.00	06:00	2	DRILL ACTUAL	TAG @ 93' - DRILL 12 1/4 HOLE FROM 93' T/ XXX' - DRILL OUT 80 STROKES INCREASING EVERY JOINT DOWN 10 STROKES TO 200'

9-10-3-2 FD 4/2/2013 06:00 - 4/3/2013 06:00

API/UWI 43047527630000	State/Province UT	County Uintah	Field Name Fort Duchesne	Well Status COMPLETION	Total Depth (ftKB) 8,778.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	8.50	14:30	2	DRILL ACTUAL	DRILL 12 1/4 HOLE F/ 250 T/ 1021 - 771' @ 90.7' HR - 15-18K 3WT ON BIT - 350-400DIFF - 6-9K TORQUE - 1350 SPP -
14:30	0.50	15:00	7	LUBRICATE RIG	RIG SERVICE
15:00	4.00	19:00	2	DRILL ACTUAL	DRILL 12 1/4 HOLE F/ 1021 T/ 1545 - 524' @ 131' HR - 15-18K 3WT ON BIT - 350-400DIFF - 6-9K TORQUE - 1350 SPP -
19:00	1.00	20:00	5	COND MUD & CIRC	PUMP 2 30BBL HIGH VIS SWEEPS - CIRC TELL SHAKERS ARE CLEAN
20:00	1.50	21:30	6	TRIPS	T.O.O.H F/ 1545 T/ DIRECTIONAL TOOLS
21:30	2.00	23:30	20	DIRECTIONAL WORK	L/D REAMERS, MWD, & MONELS - DRAIN M/M & L/D
23:30	4.00	03:30	12	RUN CASING	RUN 36JTS 9 5/8 36# J-55 ST&C CASING W/ 9 CENTRALIZERS TOP @ 121' BOTTOM @ 1530 - SHOE SET @ 1540 - FLOAT COLLAR @ 1494'
03:30	1.50	05:00	5	COND MUD & CIRC	CIRCULATE WHILE HALLIBURTON RIGS UP
05:00	1.00	06:00	12	CEMENT	BEGIN PUMPING CEMENT

9-10-3-2 FD 4/3/2013 06:00 - 4/4/2013 06:00

API/UWI 43047527630000	State/Province UT	County Uintah	Field Name Fort Duchesne	Well Status COMPLETION	Total Depth (ftKB) 8,778.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	12	CEMENT	TEST LINES TO 1500PSI & RESET KO'S TO 600PSI - PUMP 10BBLS WATER AHEAD - 40BBLS SUPERFLUSH 101 W/ 10PPG - PUMP 10BBLS WATER BEHIND - PUMPED 123BBLS LEAD CEMENT (220SXS) 11# W/ 3.16 YIELD & 19.48 GAL/SX MIX WATER - PUMPED 56BBLS TAIL CEMENT (240SXS) 14.8# W/ 1.33 YIELD & 6.31 GAL/SX MIX WATER - DROP PLUG - PUMP 115BBLS WATER DISPLACEMENT - 28BBLS CEMENT RETURNS TO SURFACE - BUMP PLUG @ 480PSI & HELD 1000PSI FOR 2MIN. FLOATS HELD - R/D HALLIBURTON
07:00	3.50	10:30	13	WAIT ON CEMENT	WAIT ON CEMENT & TOP OUT WITH 40SXS 15.8PPG CEMENT W/ 1.17 YIELD 5.02 GAL/SX MIX WATER - CEMENT FALL BACK 5'
10:30	4.50	15:00	21	OPEN	CUT RISER & SURFACE CASING - L/D RISER W/ ROTATING HEAD ASSEMBLY & WELD ON WELLHEAD
15:00	4.00	19:00	14	NIPPLE UP B.O.P	SET B.O.P. ON WELLHEAD & NIPPLE UP
19:00	6.00	01:00	15	TEST B.O.P	TESTED UPPER & LOWER KELLY VALVES, SAFETY VALVE & DART VALVE, PIPE & BLIND RAMS, INSIDE VALVES, HCR, OUTSIDE KILL LINE VALVES, CHOKE LINE, CHECK VALVE, UPRIGHT GAUGE VALVE, MANIFOLD VALVES & INSIDE MANIFOLD VALVES ALL FOR 250PSI LOW & 5000 HIGH 10MIN. EACH. - ANNULAR TESTED @ 1500PSI FOR 10MIN. - SUPERCHOKE 500PSI FOR 5 MIN. & CSG 1500PSI FOR 30MIN.
01:00	0.50	01:30	21	OPEN	INSTALL WEAR BUSHING
01:30	1.50	03:00	20	DIRECTIONAL WORK	P/U M/M - M/U BIT & SCRIBE - M/U SUBS & INSTALL MWD
03:00	1.50	04:30	6	TRIPS	M/U - REAMERS & T.I.H.
04:30	1.50	06:00	21	OPEN	TAG FLOAT COLLAR @ 1494' & SHOE @ 1540 - DRILL CEMENT T/ 1545 - DRILL 10' FOR EMW TEST

9-10-3-2 FD 4/4/2013 06:00 - 4/5/2013 06:00

API/UWI 43047527630000	State/Province UT	County Uintah	Field Name Fort Duchesne	Well Status COMPLETION	Total Depth (ftKB) 8,778.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	0.50	06:30	21	OPEN	PERFORM EMW TEST TO 10.5 EMW TEST HELD 170PSI FOR 10MIN. - DUMP CEMENT CONTAMINATED WATER DURING TEST AND REFILL PITS W/ MUD

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
06:30	5.50	12:00	2	DRILL ACTUAL	DRILL 7 7/8 HOLE F/ 1555' T/ 2156 601' @ 109' HR W/ 12-15 WT ON BIT - 300-400 DIFF - 50-60 RPM - 6-9 TORQUE - 1570SPP
12:00	0.50	12:30	7	LUBRICATE RIG	RIG SERVICE
12:30	10.50	23:00	2	DRILL ACTUAL	DRILL 7 7/8 HOLE F/ 2156' T/ 3516 1360' @ 129' HR W/ 12-15 WT ON BIT - 300-400 DIFF - 50-60 RPM - 6-9 TORQUE - 2370SPP
23:00	1.00	00:00	21	OPEN	WORK ON MUD PUMP
00:00	6.00	06:00	2	DRILL ACTUAL	DRILL 7 7/8 HOLE F/ 3516' T/ 4000 484' @ 80' HR W/ 15-20 WT ON BIT - 200-300 DIFF - 50-60 RPM - 6-9 TORQUE - 2370SPP - SLIDE 61' FOR 30MIN 3.09%

9-10-3-2 FD 4/5/2013 06:00 - 4/6/2013 06:00

API/UWI 43047527630000	State/Province UT	County Uintah	Field Name Fort Duchesne	Well Status COMPLETION	Total Depth (ftKB) 8,778.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	3.00	09:00	2	DRILL ACTUAL	DRILL 7 7/8 HOLE F/ 4100' T/ 4439 339' @ 113' HR W/ 15-18 WT ON BIT - 300-400 DIFF - 50-60 RPM - 6-9 TORQUE - 2370SPP
09:00	1.00	10:00	21	OPEN	CIRCULATE WHILE CHANGING SWAB IN #2 MUD PUMP
10:00	5.00	15:00	2	DRILL ACTUAL	DRILL 7 7/8 HOLE F/ 4439' T/ 4782 343' @ 68.6' HR W/ 18-20 WT ON BIT - 200-300 DIFF - 50-60 RPM - 6-9 TORQUE - 2470SPP
15:00	0.50	15:30	7	LUBRICATE RIG	RIG SERVICE
15:30	14.50	06:00	2	DRILL ACTUAL	DRILL 7 7/8 HOLE F/ 4782' T/ 5688' 918' @ 63.3' HR W/ 20-22 WT ON BIT - 200-300 DIFF - 50-60 RPM - 6-9 TORQUE - 2570SPP - SLIDE 27' FOR 1/2 HR 1.48%

9-10-3-2 FD 4/6/2013 06:00 - 4/7/2013 06:00

API/UWI 43047527630000	State/Province UT	County Uintah	Field Name Fort Duchesne	Well Status COMPLETION	Total Depth (ftKB) 8,778.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	6	TRIPS	T.O.O.H. T/ 4868 DUE TO LOSS OF MWD - MWD WORKING @ 4868
07:00	0.50	07:30	5	COND MUD & CIRC	CIRCULATE B/U & SURFACE TEST SINGLE SHOT TOOL
07:30	0.50	08:00	10	DEVIATION SURVEY	SINGLE SHOT SURVEY 2.7 DEGREES - MATCHES LAST MWD SURVEY @ 4811
08:00	1.00	09:00	6	TRIPS	T.I.H. T/ 5688
09:00	0.50	09:30	5	COND MUD & CIRC	CIRCULATE B/U
09:30	0.50	10:00	10	DEVIATION SURVEY	SINGLE SHOT SURVEY @ 5614
10:00	4.50	14:30	2	DRILL ACTUAL	DRILL 7 7/8 HOLE F/ 5688' T/ 5914' 226' @ 50' HR W/ 20-22 WT ON BIT - 200-250 DIFF - 50-60 RPM - 6-9 TORQUE - 2670SPP - MWD WORKING AGAIN @ 5914'
14:30	0.50	15:00	7	LUBRICATE RIG	SERVICE RIG
15:00	10.00	01:00	2	DRILL ACTUAL	DRILL 7 7/8 HOLE F/ 5914' T/ 6348' 434' @ 43' HR W/ 22-24 WT ON BIT - 200-250 DIFF - 50-60 RPM - 6-9 TORQUE - 2700SPP
01:00	0.50	01:30	21	OPEN	FLOW CHECK / NO FLOW
01:30	0.50	02:00	5	COND MUD & CIRC	PUMP 2 40BBL HIGH VIS SWEEPS CIRCULATE TELL SHAKERS ARE CLEAN
02:00	1.50	03:30	6	TRIPS	T.O.O.H. T/ 5639 BAD SPOT IN DRILL LINE STOP AND SLIP & CUT
03:30	1.00	04:30	9	CUT OFF DRILL LINE	SLIP AND CUT 225' OF DRILL LINE
04:30	1.50	06:00	6	TRIPS	PUMP SLUG & FLOW CHECK / NO FLOW - CONT. T.O.O.H. F/ 5639 T/ 3000 - FILL HOLE CONTINUOUSLY WITH TRIP TANK

9-10-3-2 FD 4/7/2013 06:00 - 4/8/2013 06:00

API/UWI 43047527630000	State/Province UT	County Uintah	Field Name Fort Duchesne	Well Status COMPLETION	Total Depth (ftKB) 8,778.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	2.50	08:30	6	TRIPS	CONT. T.O.O.H. T/ DIRECTIONAL TOOLS
08:30	2.50	11:00	20	DIRECTIONAL WORK	PULL MWD TOOL (PROBLEMS GETTING TOOL OUT) BREAK BIT & DRAIN M/M - P/U NEW M/M & BIT - REPLACE SPRINGS ON MWD TOOL AND CHANGE OUT GAP SUB & INDEX SUB
11:00	4.50	15:30	6	TRIPS	T.I.H. F/ DIRECTIONAL TOOLS T/ 6348 - WASH AND REAM F/ 6150 - 6348
15:30	3.00	18:30	2	DRILL ACTUAL	DRILL 7 7/8 HOLE F/ 6348' T/ 6579' 231' @ 77' HR W/ 14-15 WT ON BIT - 200-300 DIFF - 50-60 RPM - 6-9 TORQUE - 2570SPP -
18:30	0.50	19:00	10	DEVIATION SURVEY	RUN WIRELINE SURVEY 1.7 DEG. @ 6505
19:00	11.00	06:00	2	DRILL ACTUAL	DRILL 7 7/8 HOLE F/ 6579' T/ 7230' 650 @ 59' HR W/ 15-18 WT ON BIT - 200-300 DIFF - 50-60 RPM - 6-9 TORQUE - 2570SPP -

**9-10-3-2 FD 4/8/2013 06:00 - 4/9/2013 06:00**

API/UWI 43047527630000	State/Province UT	County Uintah	Field Name Fort Duchesne	Well Status COMPLETION	Total Depth (ftKB) 8,778.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	5.00	11:00	2	DRILL ACTUAL	DRILL 7 7/8 HOLE F/ 7230' T/ 7620' 390' @ 80' HR W/ 15-18 WT ON BIT - 300-400 DIFF - 50-60 RPM - 8-10 TORQUE - 2670SPP
11:00	0.50	11:30	7	LUBRICATE RIG	RIG SERVICE
11:30	1.00	12:30	5	COND MUD & CIRC	CIRCULATE B/U & FLOW CHECK
12:30	3.00	15:30	20	DIRECTIONAL WORK	T.O.O.H. CATCHING MISSED SURVEYS TO CONFIRM POSITIONING IN TARGET
15:30	1.00	16:30	20	DIRECTIONAL WORK	T.I.H. F/ 4800 T/ 7390
16:30	1.50	18:00	3	REAMING	WASH & REAM F/ 7390 T/ 7620
18:00	12.00	06:00	2	DRILL ACTUAL	DRILL 7 7/8 HOLE F/ 7620' T/ 8073' 407' @ 33' HR W/ 15-18 WT ON BIT - 200-250 DIFF - 50-60 RPM - 8-10 TORQUE - 2670SPP - SLIDE 117' @ 17' HR - 12.3% SLIDE

9-10-3-2 FD 4/9/2013 06:00 - 4/10/2013 06:00

API/UWI 43047527630000	State/Province UT	County Uintah	Field Name Fort Duchesne	Well Status COMPLETION	Total Depth (ftKB) 8,778.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	11.50	17:30	2	DRILL ACTUAL	DRILL 7 7/8 HOLE F/ 8073' T/ 8299' 226' @ 19' HR W/ 18-20 WT ON BIT - 200-250 DIFF - 50-60 RPM - 8-10 TORQUE - 2770SPP -
17:30	0.50	18:00	7	LUBRICATE RIG	
18:00	12.00	06:00	2	DRILL ACTUAL	DRILL 7 7/8 HOLE F/ 8299' T/ 8520' 221' @ 19 HR W/ 25-30 WT ON BIT - 100-250 DIFF - 30-60 RPM - 8-10 TORQUE - 2770SPP 0' SLIDE

9-10-3-2 FD 4/10/2013 06:00 - 4/11/2013 06:00

API/UWI 43047527630000	State/Province UT	County Uintah	Field Name Fort Duchesne	Well Status COMPLETION	Total Depth (ftKB) 8,778.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	10.50	16:30	2	DRILL ACTUAL	DRILL ACTUAL F/8520' - T/8706'
16:30	0.50	17:00	7	LUBRICATE RIG	RIG SERVICE
17:00	3.00	20:00	2	DRILL ACTUAL	DRILL ACTUAL F/8706' - T/8752'
20:00	1.50	21:30	21	OPEN	WORK ON PUMP #2
21:30	1.00	22:30	2	DRILL ACTUAL	DRILL ACTUAL F/8752' - T/8768' = TD
22:30	1.00	23:30	5	COND MUD & CIRC	PUMP 2 SWEEPS, CIRCULATE
23:30	6.50	06:00	6	TRIPS	SHORT TRIP

9-10-3-2 FD 4/11/2013 06:00 - 4/12/2013 06:00

API/UWI 43047527630000	State/Province UT	County Uintah	Field Name Fort Duchesne	Well Status COMPLETION	Total Depth (ftKB) 8,778.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	0.50	06:30	6	TRIPS	SHORT TRIP TO 7600'
06:30	0.50	07:00	6	TRIPS	TIH TO 8000'
07:00	1.00	08:00	6	TRIPS	WORK TIGHT HOLE F/8000'-8768'
08:00	1.00	09:00	5	COND MUD & CIRC	CIRCULATE
09:00	1.50	10:30	6	TRIPS	TOOH TO 7500', CHECK FOR FLOW/NO FLOW
10:30	0.50	11:00	5	COND MUD & CIRC	PUMP SLUG
11:00	3.00	14:00	6	TRIPS	TOOH FOR LOGS/LDDP
14:00	1.00	15:00	6	TRIPS	WORK TIGHT HOLE F/2760' - T/2500'
15:00	0.50	15:30	6	TRIPS	TOOH/LDDP
15:30	0.50	16:00	5	COND MUD & CIRC	PUMP SLUG
16:00	2.00	18:00	6	TRIPS	TOOH/LDDP
18:00	0.50	18:30	6	TRIPS	LAY DOWN TOOLS & MM
18:30	3.00	21:30	11	WIRELINE LOGS	R/U HALLIBURTON, ATTEMPT TO RUN LOGS, BRIDGED AT 2525'
21:30	2.50	00:00	6	TRIPS	MAKE UP BIT & BIT SUB/WIPER TRIP
00:00	6.00	06:00	6	TRIPS	WASH & REAM, CIRCULATE HOLE CLEAN F/2500' - T/2730'

**9-10-3-2 FD 4/12/2013 06:00 - 4/13/2013 06:00**

API/UWI 43047527630000	State/Province UT	County Uintah	Field Name Fort Duchesne	Well Status COMPLETION	Total Depth (ftKB) 8,778.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	3.00	09:00	6	TRIPS	POOH F/2900' - T/2500' TO WORK TIGHT HOLE
09:00	6.00	15:00	6	TRIPS	TIH TO 8400'
15:00	1.00	16:00	6	TRIPS	WASH DOWN F/8400' - T/8768'
16:00	2.00	18:00	5	COND MUD & CIRC	PUMP HIGH VIS SWEEPS, CIRCULATE
18:00	3.50	21:30	6	TRIPS	TOOH TO 7500'
21:30	1.00	22:30	6	TRIPS	FLOW CHECK, NO FLOW, PUMP SLUG
22:30	1.00	23:30	6	TRIPS	TOOH, WELL SWABBING
23:30	1.50	01:00	5	COND MUD & CIRC	CIRCULATE, PUMP DRY JOB
01:00	5.00	06:00	6	TRIPS	TOOH FOR LOGS

9-10-3-2 FD 4/13/2013 06:00 - 4/14/2013 06:00

API/UWI 43047527630000	State/Province UT	County Uintah	Field Name Fort Duchesne	Well Status COMPLETION	Total Depth (ftKB) 8,778.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.50	07:30	6	TRIPS	FINISH TOOH FOR LOGS
07:30	4.00	11:30	11	WIRELINE LOGS	RIG UP LOGGERS/LOGGING, LOGS BRIDGED AT 2830', RIG DOWN LOGGERS
11:30	3.50	15:00	6	TRIPS	TIH TO 2950'
15:00	1.00	16:00	5	COND MUD & CIRC	BUILD HIGH VIS SWEEP, CIRCULATE
16:00	0.50	16:30	6	TRIPS	TOOH TO 2200'
16:30	0.50	17:00	5	COND MUD & CIRC	PUMP SLUG
17:00	1.00	18:00	6	TRIPS	TOOH/LDDP
18:00	2.00	20:00	8	REPAIR RIG	REPAIR DRAWWORKS CHAIN
20:00	2.50	22:30	6	TRIPS	TOOH
22:30	7.50	06:00	12	RUN CASING & CEMENT	RUN 198 JTS 8768' 5.5" 17# P-110 LT&C PROD. CSG. W/3 MARKERS JTS, AND 60 CENTRALIZERS

9-10-3-2 FD 4/14/2013 06:00 - 4/15/2013 06:00

API/UWI 43047527630000	State/Province UT	County Uintah	Field Name Fort Duchesne	Well Status COMPLETION	Total Depth (ftKB) 8,778.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	3.00	09:00	12	RUN CASING & CEMENT	RUN 198 JTS 8768' 5.5" 17# P-110 CSG. W/3 MARKERS & 60 CENTRALIZERS
09:00	0.50	09:30	12	RUN CASING & CEMENT	WASH CASING FROM 8100' - 8180'
09:30	0.50	10:00	12	RUN CASING & CEMENT	INSTALLED ROT RUBBER, CHANGE OUT CASNG SPEAR
10:00	1.50	11:30	12	RUN CASING & CEMENT	WASH CASING FROM 8180' - 8768'
11:30	1.00	12:30	5	COND MUD & CIRC	CIRCULATE, RIG UP HALLIBURTON
12:30	3.50	16:00	12	RUN CASING & CEMENT	TEST LINES TO 5533PSI - PUMP 5BBLs WATER SPACER - 40BBLs SUPERFLUSH - 5BBLs WATER SPACER - PUMP 165BBLs (400SKS) 11PPG LEAD CEMENT W/ 2.32 YIELD W/ 10.61GAL SK MIX WATER - PUMP 216.5BBLs (850SKS) 13.5PPG TAIL CEMENT W/ 1.43 YIELD W/ 6.65 GAL SK MIX WATER - DROP PLUG & PUMP 200BBLs FRESH WATER DISPLACEMENT - LAND PLUG 2350PSI TOOH PRESSURE TO 2860 FOR 5 MIN. FLOATS HELD WITH 2 BBLs BACK TO TRUCK.
16:00	4.00	20:00	1	RIGUP & TEARDOWN	SET SLIPS 30K OVER STRING WT. OF 160K @ 190K, CLEAN MUD TANKS, RIG RELEASE @ 2000 HRS.

9-10-3-2 FD 4/17/2013 06:00 - 4/18/2013 06:00

API/UWI 43047527630000	State/Province UT	County Uintah	Field Name Fort Duchesne	Well Status COMPLETION	Total Depth (ftKB) 8,778.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	2.00	08:00	LOCL	Lock Wellhead & Secure	WSI And Secured. Construction Crew Working On Facilities.
08:00	2.50	10:30	IWHD	Install Wellhead	Safety Meeting With Cameron, Check Surface Casing & 5.5" For Pressure, 0 Psi On Both Sides.N/D 11" Night Cap, Cleaned And Dressed Up 5.5" Csg Top, Set And N/U 11" x 7 1/16" 5k Tbg. Head With 2 1/16" x 5k Gate Valves. Tested Hanger Seals To 7100 Psi, Good Test. Secured Well Head With 7" 5K Night Cap.
10:30	19.50	06:00	LOCL	Lock Wellhead & Secure	WSI And Secured. Construction Crew Working On Facilities.

**9-10-3-2 FD 4/18/2013 06:00 - 4/19/2013 06:00**

API/UWI 43047527630000	State/Province UT	County Uintah	Field Name Fort Duchesne	Well Status COMPLETION	Total Depth (ftKB) 8,778.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	LOCL	Lock Wellhead & Secure	WSI And Secured With NightCap. HES Logging Crew Arrive On Location, Hold Safety Meeting, Prep Logging Tool.
07:00	10.50	17:30	LOGG	Logging	P/U Junk Basket/Gauge Ring. RIH, Tagged Up At 8,628', Drilling Report Shows FC At 8,677', 49' Of Fill. POOH, P/U CBL Tool, Rih To PBTD, 8,628', Run Repeat Section From 8,628 - 8,400', Log Up Hole. Showed Good Bond From TD To 8,628', 1,042. TOC 1,042'. Found Short Joints At 7,581 - 7,603', 6,858 - 6,878', And 5,308 - 5,330'. Ran With Pressure. Pooh, RD Equipment, MOL.
17:30	12.50	06:00	LOCL	Lock Wellhead & Secure	WSI And Secured.

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: Fee
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: FD 9-10-3-2	
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43047527630000	
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8134 Ext	9. FIELD and POOL or WILDCAT: WILDCAT
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1980 FSL 0663 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NESE Section: 10 Township: 03.0S Range: 02.0E Meridian: U	COUNTY: UINTAH	
		STATE: UTAH

11.

CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input checked="" type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/>
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 5/13/2013			
<input type="checkbox"/> SPUD REPORT Date of Spud:			
<input type="checkbox"/> DRILLING REPORT Report Date:			

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

This well had first production on 5/13/13.

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
 May 13, 2013

NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A	DATE 5/13/2013	

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: Fee
1. TYPE OF WELL Oil Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
2. NAME OF OPERATOR: BILL BARRETT CORP		7. UNIT or CA AGREEMENT NAME:
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		8. WELL NAME and NUMBER: FD 9-10-3-2
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1980 FSL 0663 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NESE Section: 10 Township: 03.0S Range: 02.0E Meridian: U		9. API NUMBER: 43047527630000
PHONE NUMBER: 303 312-8134 Ext		9. FIELD and POOL or WILDCAT: WILDCAT
COUNTY: UINTAH		STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION			
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION	<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 5/18/2013 <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date:
		<input checked="" type="checkbox"/> OTHER	OTHER: <input style="width: 100px;" type="text" value="first oil sales"/>	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

This well had first oil sales 5/18/13.

**Accepted by the
Utah Division of
Oil, Gas and Mining**

FOR RECORD ONLY

May 30, 2013

NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A	DATE 5/20/2013	

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: Fee
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: FD 9-10-3-2	
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43047527630000	
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8134 Ext	9. FIELD and POOL or WILDCAT: WILDCAT
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1980 FSL 0663 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NESE Section: 10 Township: 03.0S Range: 02.0E Meridian: U	COUNTY: UINTAH	
		STATE: UTAH

11.

CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input checked="" type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input type="text" value="SSD"/>
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 6/6/2013			
<input type="checkbox"/> SPUD REPORT Date of Spud:			
<input type="checkbox"/> DRILLING REPORT Report Date:			

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

ATTACHED PLEASE FIND THE SITE FACILITY DIAGRAM/SECURITY PLAN.

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
 June 12, 2013

NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A		DATE 6/10/2013

Sundry Number: 38884 API Well Number: 43047527630000

BILL BARRETT CORPORATION

FEE

Fort Duchesne 9-10-3-2

NE¼ SE¼ SEC 10,T3S, R2E,

Lease # FEE

API # 4304752763

Uintah Co. Utah

Site Security Plan Located at

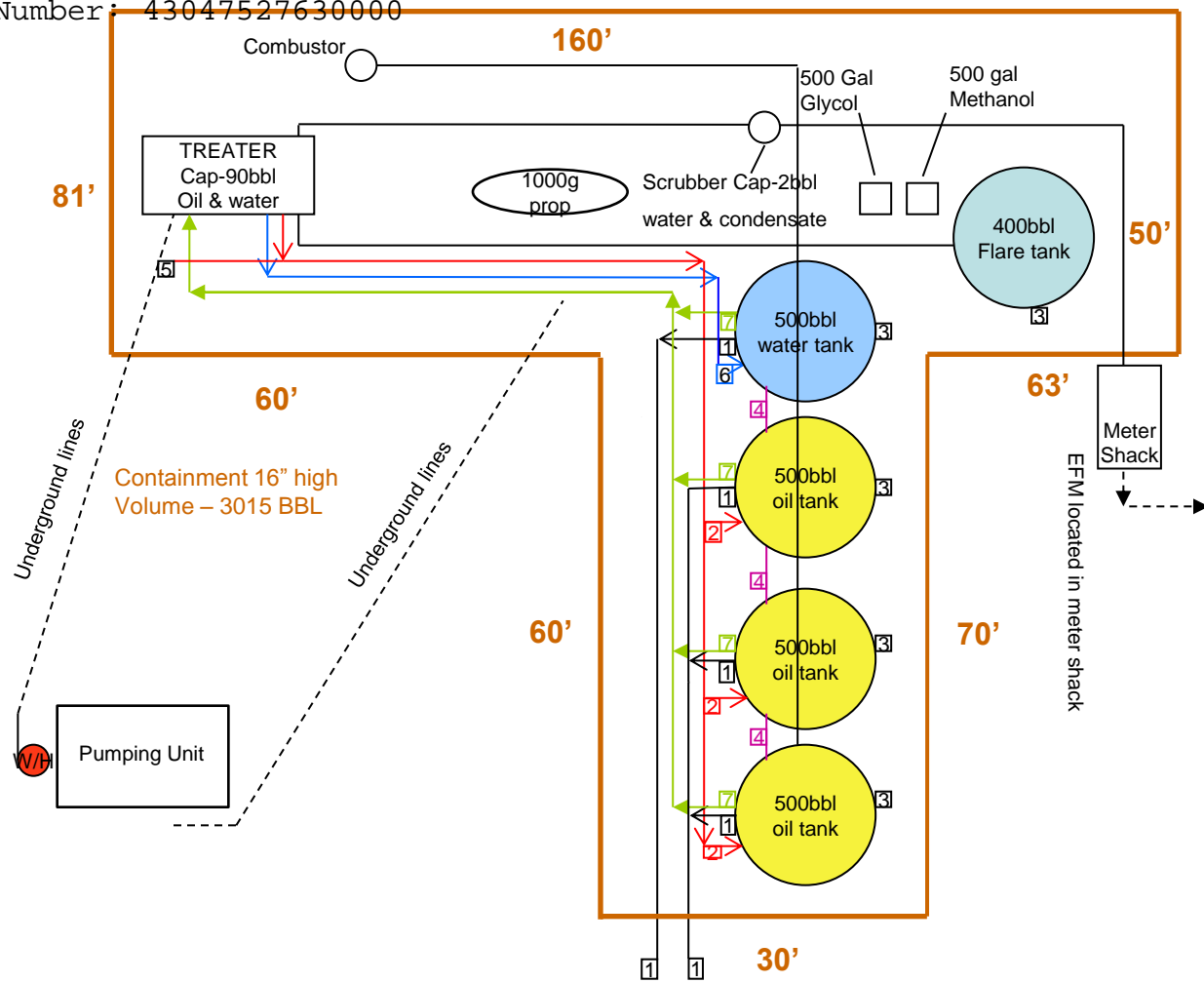
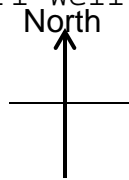
Bill Barrett Corporation

Roosevelt Office

ROUTE 3 BOX 3110

1820 W HIGHWAY 40

ROOSEVELT, UT 84066



Surface Drainage to North and East

Entrance



1 - 4" LOAD LINE

Production Phase – sealed closed

Sales Phase – open to load Production bought

2 - 3" PRODUCTION IN

Production Phase – open

Sales Phase – sealed close

3 - 4" DRAIN

Production Phase – sealed closed

Sales Phase – sealed closed

Drain water – open

4 - 4" UPPER EQUALIZER

Production Phase – open

Sales Phase – sealed close

5 - BYPASS

6 - 3" WATER LINES

Production Phase – open

No Sales Phase

7 - 2" RECYCLE/SKIM

Production – open

Sales – sealed closed

- PRV, RUPTURE DISC & FLARE LINES- tie in to flare tank

for emergency pressure relief of treater

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MININGAMENDED REPORT ☐ FORM 8
(highlight changes)5. LEASE DESIGNATION AND SERIAL NUMBER:
FEE

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

7. UNIT or CA AGREEMENT NAME

8. WELL NAME and NUMBER:
FD 9-10-3-29. API NUMBER:
430475276310 FIELD AND POOL, OR WILDCAT
WILDCAT11. QTR/QTR, SECTION, TOWNSHIP, RANGE,
MERIDIAN:
NESE 10 3S 2E U12. COUNTY
Uintah13. STATE
UTAH1a. TYPE OF WELL: OIL WELL ☒ GAS WELL ☐ DRY ☐ OTHERb. TYPE OF WORK: NEW WELL ☒ HORIZ. LATS. ☐ DEEP-EN ☐ RE-ENTRY ☐ DIFF. RESVR. ☐ OTHER2. NAME OF OPERATOR:
Bill Barrett Corporation3. ADDRESS OF OPERATOR:
1099 18th St Ste 2300 CITY Denver STATE CO ZIP 80202PHONE NUMBER:
(303) 293-9100

4. LOCATION OF WELL (FOOTAGES)

AT SURFACE: 1980 FSL 663 FEL

AT TOP PRODUCING INTERVAL REPORTED BELOW: 1926 FSL 609 FEL

AT TOTAL DEPTH: 1891 FSL 629 FEL

14. DATE SPUDDED:
3/21/201315. DATE T.D. REACHED:
4/10/201316. DATE COMPLETED:
5/13/2013ABANDONED ☐READY TO PRODUCE ☒17. ELEVATIONS (DF, RKB, RT, GL):
4856 GR18. TOTAL DEPTH: MD 8,778
TVD 8,77519. PLUG BACK T.D.: MD 8,678
TVD 8,675

20. IF MULTIPLE COMPLETIONS, HOW MANY? *

21. DEPTH BRIDGE MD
PLUG SET: TVD

22. TYPE ELECTRIC AND OTHER MECHANICAL LOGS RUN (Submit copy of each)

TRIPLE COMBO, MUD, RADICAL BOND

23.

WAS WELL CORED?

NO ☒YES ☐

(Submit analysis)

WAS DST RUN?

NO ☒YES ☐

(Submit report)

DIRECTIONAL SURVEY?

NO ☐YES ☒

(Submit copy)

24. CASING AND LINER RECORD (Report all strings set in well)

HOLE SIZE	SIZE/GRADE	WEIGHT (#/ft.)	TOP (MD)	BOTTOM (MD)	STAGE CEMENTER DEPTH	CEMENT TYPE & NO. OF SACKS	SLURRY VOLUME (BBL)	CEMENT TOP **	AMOUNT PULLED
26	16 Con	65#	0	80	80	grout		0	
12 1/4	9 5/8 J-55	36#	0	1,545	1,540	220	123	0	
						240	56		
7 7/8	5 1/2 P110	17#	0	8,778	8,768	400	165		
						850	217		

25. TUBING RECORD

SIZE	DEPTH SET (MD)	PACKER SET (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)
2 7/8	6,483							

26. PRODUCING INTERVALS

FORMATION NAME	TOP (MD)	BOTTOM (MD)	TOP (TVD)	BOTTOM (TVD)
(A) Green River	6,560	8,460		
(B) Wasatch	8,482	8,569		
(C)				
(D)				

27. PERFORATION RECORD

INTERVAL (Top/Bot - MD)	SIZE	NO. HOLES	PERFORATION STATUS
6,560 8,460	.38	294	Open <input checked="" type="checkbox"/> Squeezed <input type="checkbox"/>
8,482 8,569	.38	24	Open <input checked="" type="checkbox"/> Squeezed <input type="checkbox"/>
			Open <input type="checkbox"/> Squeezed <input type="checkbox"/>
			Open <input type="checkbox"/> Squeezed <input type="checkbox"/>

28. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC.

DEPTH INTERVAL	AMOUNT AND TYPE OF MATERIAL
6560 to 8460	Green River: See Attached Stages 1-7
8482 to 8569	Wasatch: See Attached Stage 1

29. ENCLOSED ATTACHMENTS:

☒ ELECTRICAL/MECHANICAL LOGS ☐ GEOLOGIC REPORT ☐ DST REPORT ☒ DIRECTIONAL SURVEY
☐ SUNDRY NOTICE FOR PLUGGING AND CEMENT VERIFICATION ☐ CORE ANALYSIS ☐ OTHER: _____

30. WELL STATUS:

POW

31. INITIAL PRODUCTION

INTERVAL A (As shown in item #26)

DATE FIRST PRODUCED: 5/13/2013		TEST DATE: 5/16/2013		HOURS TESTED: 24		TEST PRODUCTION RATES: →	OIL – BBL: 454	GAS – MCF: 426	WATER – BBL: 82	PROD. METHOD: Flowing
CHOKE SIZE: 25/64	TBG. PRESS. 320	CSG. PRESS. 1,450	API GRAVITY 52.00	BTU – GAS 1	GAS/OIL RATIO 938	24 HR PRODUCTION RATES: →	OIL – BBL: 454	GAS – MCF: 426	WATER – BBL: 82	INTERVAL STATUS:

INTERVAL B (As shown in item #26)

DATE FIRST PRODUCED:		TEST DATE:		HOURS TESTED:		TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	INTERVAL STATUS:

INTERVAL C (As shown in item #26)

DATE FIRST PRODUCED:		TEST DATE:		HOURS TESTED:		TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	INTERVAL STATUS:

INTERVAL D (As shown in item #26)

DATE FIRST PRODUCED:		TEST DATE:		HOURS TESTED:		TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	INTERVAL STATUS:

32. DISPOSITION OF GAS (Sold, Used for Fuel, Vented, Etc.)

sold

33. SUMMARY OF POROUS ZONES (Include Aquifers):

Show all important zones of porosity and contents thereof: Cored intervals and all drill-stem tests, including depth interval tested, cushion used, time tool open, flowing and shut-in pressures and recoveries.

34. FORMATION (Log) MARKERS:

Formation	Top (MD)	Bottom (MD)	Descriptions, Contents, etc.	Name	Top (Measured Depth)
				Green River	4,422
				Mahogany	5,633
				Douglas Creek	6,901
				Black Shale	7,607
				Castle Peak	7,685
				Uteland Butte	7,972
				Wasatch	8,482
				TD	8,778

35. ADDITIONAL REMARKS (Include plugging procedure)

TOC calculated by CBL. Conductor cemented with grout. First oil sales 5/17/2013; First gas sales 5/11/2013.

36. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records.

NAME (PLEASE PRINT) Brady RileyTITLE Permit AnalystSIGNATURE electronic submissionDATE 5/28/2013

This report must be submitted within 30 days of

- completing or plugging a new well
- drilling horizontal laterals from an existing well bore
- recompleting to a different producing formation
- reentering a previously plugged and abandoned well
- significantly deepening an existing well bore below the previous bottom-hole depth
- drilling hydrocarbon exploratory holes, such as core samples and stratigraphic tests

* ITEM 20: Show the number of completions if production is measured separately from two or more formations.

** ITEM 24: Cement Top – Show how reported top(s) of cement were determined (circulated (CIR), calculated (CAL), cement bond log (CBL), temperature survey (TS)).

Send to: Utah Division of Oil, Gas and Mining
1594 West North Temple, Suite 1210
Box 145801
Salt Lake City, Utah 84114-5801

Phone: 801-538-5340

Fax: 801-359-3940

API Well Number: 43047527630000

Job Number: UT13204

Company: Bill Barrett Corp.

Lease/Well: FD 9-10-3-2

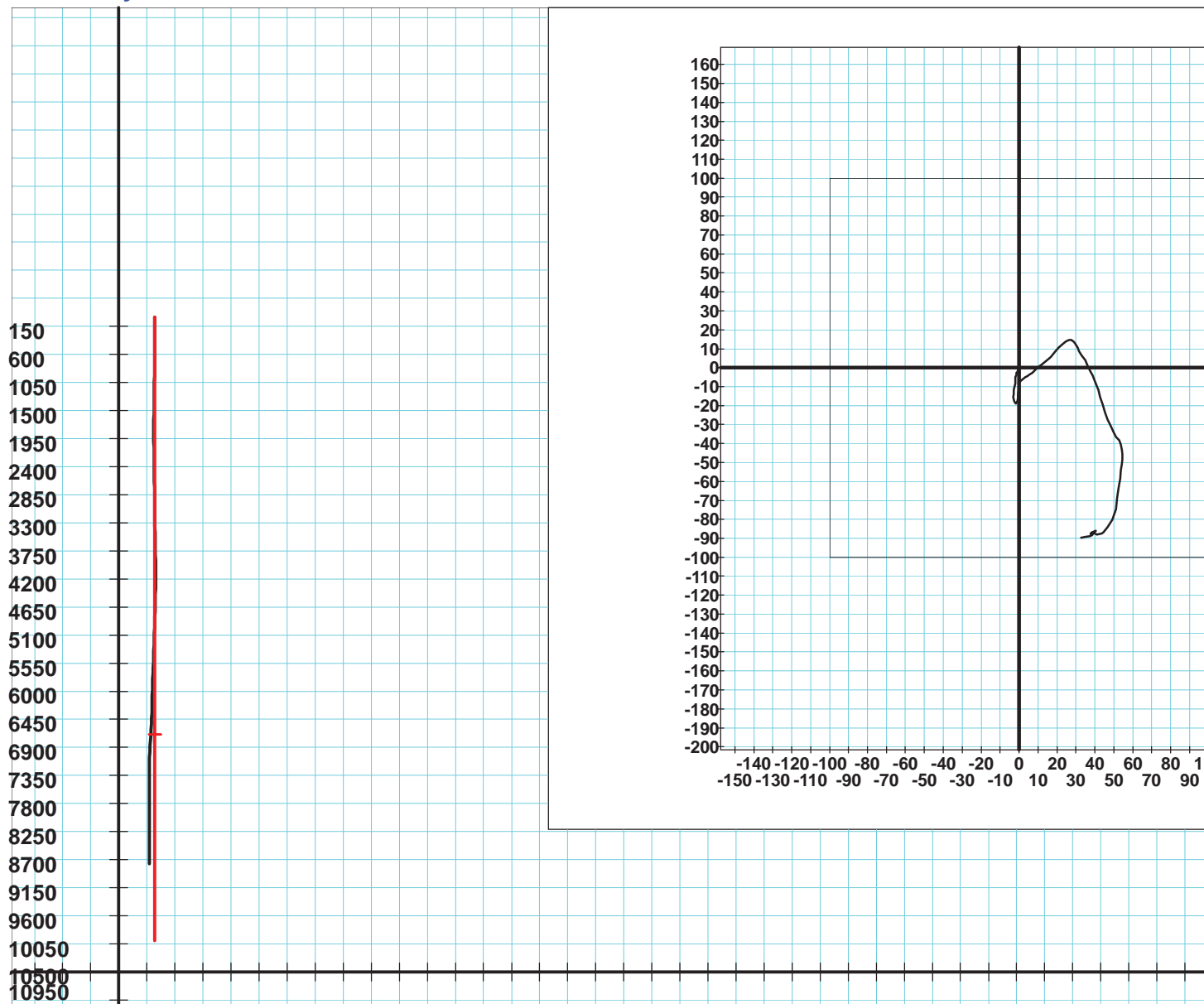
Location: Section 10 T3S R2E

Rig Name: Capstar 328

State/Country: UT/USA

Declination: 10.98

Grid: True



-1927.5027.527.572.51672.2572.3472.8372.5272.5172.3072.3972.8872.9772.50672.5572.52472.5372.18272.5172.507
-1477.577.322.51222.2122.3022.3922.8822.5722.5622.5522.5422.9322.50222.51222.5022.5922.5822.18722.5622.5

RECEIVED: May. 28, 2013



Job Number: UT13204

Company: Bill Barrett Corp.

Lease/Well: FD 9-10-3-2

Location: Section 10 T3S R2E

Rig Name: Capstar 328

RKB:

G.L. or M.S.L.:

State/Country: UT/USA

Declination: 10.98

Grid: True

File name: C:\WINSERVE\UT13204.SVY

Date/Time: 11-Apr-13 / 12:14

Curve Name: As Drilled

Payzone Directional "

WINSERVE SURVEY CALCULATIONS

*Minimum Curvature Method**Vertical Section Plane .00**Vertical Section Referenced to Wellhead**Rectangular Coordinates Referenced to Wellhead*

<i>Measured Depth FT</i>	<i>Incl Angle Deg</i>	<i>Drift Direction Deg</i>	<i>True Vertical Depth</i>	<i>N-S FT</i>	<i>E-W FT</i>	<i>Vertical Section FT</i>	<i>C L O S U R E Distance FT</i>	<i>Direction Deg</i>	<i>Dogleg Severity Deg/100</i>
.00	.00	.00	.00	.00	.00	.00	.00	.00	.00
115.00	.18	230.18	115.00	-.12	-.14	-.12	.18	230.18	.16
202.00	.13	127.50	202.00	-.26	-.17	-.26	.31	212.14	.28
294.00	.18	168.30	294.00	-.47	-.05	-.47	.47	186.49	.13
386.00	.35	217.60	386.00	-.83	-.20	-.83	.86	193.21	.29
477.00	.44	207.20	477.00	-1.36	-.52	-1.36	1.46	201.05	.13
569.00	.53	208.12	568.99	-2.05	-.89	-2.05	2.24	203.36	.10
676.00	.40	201.50	675.99	-2.84	-1.26	-2.84	3.10	203.90	.13
766.00	.82	188.10	765.98	-3.77	-1.46	-3.77	4.04	201.22	.49
857.00	.83	205.13	856.97	-5.01	-1.83	-5.01	5.33	200.12	.27
947.00	.66	173.90	946.97	-6.11	-2.06	-6.11	6.45	198.59	.48
1038.00	.57	187.60	1037.96	-7.08	-2.06	-7.08	7.38	196.22	.19
1126.00	.88	175.40	1125.96	-8.19	-2.06	-8.19	8.45	194.14	.39
1219.00	.75	194.40	1218.95	-9.49	-2.16	-9.49	9.73	192.81	.32
1310.00	.75	193.10	1309.94	-10.65	-2.44	-10.65	10.93	192.91	.02
1400.00	.70	191.73	1399.93	-11.76	-2.69	-11.76	12.06	192.87	.06
1466.00	.66	171.95	1465.93	-12.53	-2.72	-12.53	12.82	192.22	.36
1551.00	1.05	189.80	1550.92	-13.78	-2.78	-13.78	14.06	191.40	.55
1642.00	1.27	181.20	1641.90	-15.61	-2.94	-15.61	15.89	190.67	.31
1732.00	1.70	156.00	1731.87	-17.83	-2.42	-17.83	17.99	187.73	.86
1823.00	.48	57.40	1822.85	-18.86	-1.55	-18.86	18.92	184.70	2.02
1913.00	1.36	20.60	1912.84	-17.66	-.86	-17.66	17.68	182.78	1.13
2004.00	1.00	351.60	2003.82	-15.86	-.59	-15.86	15.87	182.14	.75
2094.00	1.45	7.90	2093.80	-13.95	-.55	-13.95	13.97	182.26	.63
2185.00	.80	10.80	2184.79	-12.19	-.27	-12.19	12.19	181.29	.72

Measured Depth FT	Incl Angle Deg	Drift Direction Deg	True Vertical Depth	N-S FT	E-W FT	Vertical Section FT	C L O S U R E		Dogleg Severity Deg/100
							Distance FT	Direction Deg	
2276.00	.90	9.10	2275.78	-10.86	-.04	-10.86	10.86	180.22	.11
2366.00	.44	344.00	2365.77	-9.83	-.02	-9.83	9.83	180.15	.59
2457.00	.60	.52	2456.77	-9.02	-.12	-9.02	9.02	180.74	.24
2548.00	.31	285.40	2547.76	-8.48	-.35	-8.48	8.48	182.36	.66
2638.00	1.50	47.90	2637.75	-7.62	.29	-7.62	7.63	177.83	1.87
2729.00	1.30	54.30	2728.73	-6.22	2.01	-6.22	6.54	162.08	.28
2819.00	.92	44.10	2818.71	-5.11	3.34	-5.11	6.10	146.79	.47
2910.00	.88	65.03	2909.70	-4.29	4.49	-4.29	6.20	133.70	.36
3000.00	.77	64.69	2999.69	-3.74	5.66	-3.74	6.78	123.44	.12
3091.00	1.57	46.41	3090.67	-2.62	7.11	-2.62	7.58	110.19	.96
3181.00	1.14	45.78	3180.64	-1.14	8.65	-1.14	8.72	97.52	.48
3272.00	1.45	47.54	3271.62	.27	10.15	.27	10.15	88.49	.34
3363.00	1.18	53.99	3362.60	1.60	11.75	1.60	11.86	82.27	.34
3453.00	1.27	49.92	3452.58	2.78	13.27	2.78	13.56	78.15	.14
3544.00	1.14	56.51	3543.56	3.93	14.79	3.93	15.31	75.12	.21
3634.00	2.33	42.05	3633.51	5.78	16.77	5.78	17.74	70.97	1.40
3725.00	2.02	39.37	3724.45	8.40	19.02	8.40	20.79	66.18	.36
3815.00	1.80	47.06	3814.40	10.59	21.06	10.59	23.57	63.32	.37
3908.00	1.46	40.59	3907.36	12.48	22.90	12.48	26.08	61.41	.42
3997.00	1.41	59.58	3996.33	13.90	24.59	13.90	28.24	60.52	.53
4087.00	.90	76.40	4086.32	14.62	26.23	14.62	30.03	60.86	.67
4178.00	1.00	112.50	4177.30	14.49	27.66	14.49	31.22	62.35	.66
4269.00	1.10	138.30	4268.29	13.53	28.97	13.53	31.97	64.96	.53
4359.00	1.58	148.00	4358.26	11.83	30.20	11.83	32.44	68.60	.59
4450.00	.40	149.40	4449.25	10.50	31.03	10.50	32.76	71.31	1.30
4540.00	1.89	163.90	4539.23	8.80	31.60	8.80	32.80	74.44	1.67
4630.00	1.80	132.40	4629.18	6.42	33.06	6.42	33.67	79.01	1.12
4721.00	2.20	154.90	4720.13	3.88	34.85	3.88	35.07	83.65	.96
4803.00	3.00	157.90	4802.04	.46	36.33	.46	36.33	89.27	.99
4893.00	1.00	134.50	4891.99	-2.27	37.77	-2.27	37.84	93.44	2.36
4983.00	1.58	159.90	4981.96	-3.99	38.76	-3.99	38.96	95.87	.89
5075.00	1.80	157.20	5073.92	-6.51	39.76	-6.51	40.29	99.30	.25
5166.00	1.70	158.20	5164.88	-9.08	40.81	-9.08	41.81	102.54	.11
5257.00	2.20	159.40	5255.83	-11.97	41.93	-11.97	43.60	105.93	.55
5347.00	2.50	168.70	5345.75	-15.51	42.92	-15.51	45.64	109.87	.54
5438.00	2.86	159.30	5436.65	-19.58	44.11	-19.58	48.26	113.94	.62
5528.00	2.40	165.50	5526.56	-23.50	45.38	-23.50	51.10	117.38	.60
5619.00	2.70	157.70	5617.47	-27.33	46.67	-27.33	54.08	120.36	.50
5709.00	2.20	151.10	5707.39	-30.81	48.31	-30.81	57.29	122.53	.64
5800.00	2.19	155.80	5798.32	-33.92	49.86	-33.92	60.31	124.23	.20
5891.00	1.49	144.80	5889.27	-36.47	51.26	-36.47	62.91	125.43	.86
5981.00	1.49	135.00	5979.24	-38.26	52.76	-38.26	65.17	125.95	.28
6072.00	1.90	172.80	6070.21	-40.59	53.78	-40.59	67.38	127.04	1.28
6161.00	1.58	171.10	6159.16	-43.27	54.16	-43.27	69.32	128.62	.36
6252.00	1.49	176.90	6250.13	-45.69	54.42	-45.69	71.05	130.02	.20

Measured Depth FT	Incl Angle Deg	Drift Direction Deg	True Vertical Depth	N-S FT	E-W FT	Vertical Section FT	C L O S U R E		Dogleg Severity Deg/100
							Distance FT	Direction Deg	
6343.00	1.70	183.20	6341.10	-48.22	54.41	-48.22	72.70	131.55	.30
6433.00	1.85	187.80	6431.05	-50.99	54.13	-50.99	74.37	133.29	.23
6523.00	2.29	184.90	6520.99	-54.22	53.78	-54.22	76.37	135.23	.50
6614.00	2.90	187.50	6611.90	-58.31	53.33	-58.31	79.02	137.56	.68
6704.00	3.30	187.60	6701.77	-63.14	52.69	-63.14	82.23	140.16	.44
6795.00	3.70	188.90	6792.60	-68.64	51.89	-68.64	86.04	142.91	.45
6885.00	4.00	185.90	6882.40	-74.63	51.12	-74.63	90.45	145.59	.40
6976.00	3.50	212.20	6973.21	-80.13	49.31	-80.13	94.09	148.39	1.95
7066.00	2.81	214.80	7063.07	-84.27	46.59	-84.27	96.29	151.07	.78
7157.00	1.45	224.40	7154.01	-86.93	44.51	-86.93	97.66	152.89	1.54
7202.00	1.58	240.20	7198.99	-87.64	43.57	-87.64	97.87	153.57	.97
7293.00	1.70	284.50	7289.96	-87.93	41.18	-87.93	97.09	154.91	1.36
7381.00	.79	294.00	7377.93	-87.35	39.36	-87.35	95.81	155.75	1.06
7429.00	.50	292.50	7425.93	-87.14	38.86	-87.14	95.41	155.96	.61
7474.00	.18	268.10	7470.93	-87.06	38.61	-87.06	95.24	156.08	.76
7519.00	.13	181.40	7515.93	-87.12	38.54	-87.12	95.26	156.14	.48
7649.00	.57	234.53	7645.93	-87.64	38.01	-87.64	95.53	156.56	.39
7740.00	.31	7.56	7736.93	-87.66	37.67	-87.66	95.41	156.74	.89
7835.00	.53	74.31	7831.92	-87.29	38.13	-87.29	95.25	156.40	.52
7926.00	1.10	52.75	7922.91	-86.64	39.23	-86.64	95.11	155.64	.70
8018.00	.48	81.90	8014.91	-86.05	40.31	-86.05	95.03	154.90	.78
8108.00	.26	229.00	8104.91	-86.14	40.53	-86.14	95.20	154.80	.79
8200.00	.44	228.60	8196.90	-86.51	40.11	-86.51	95.35	155.12	.20
8291.00	.40	225.70	8287.90	-86.96	39.62	-86.96	95.56	155.51	.05
8381.00	.48	203.94	8377.90	-87.52	39.24	-87.52	95.92	155.85	.20
8471.00	.75	228.80	8467.89	-88.26	38.65	-88.26	96.35	156.35	.42
8561.00	1.10	261.30	8557.88	-88.77	37.35	-88.77	96.31	157.18	.69
8652.00	1.30	257.70	8648.86	-89.13	35.48	-89.13	95.93	158.29	.23
8713.00	1.49	255.40	8709.84	-89.47	34.03	-89.47	95.73	159.17	.32
Projected to TD									
8768.00	1.49	255.40	8764.83	-89.83	32.65	-89.83	95.58	160.03	.00

FD 9-10-3-2 Completion Report Continued*

44. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC. (cont.)				
AMOUNT AND TYPE OF MATERIAL				
<u><i>Stage</i></u>	<u><i>bbls Fluid</i></u>	<u><i>gals 100 Mesh Sand</i></u>	<u><i>Gals 15 % HCL</i></u>	<u><i>gals 20/40 PREM WHITE</i></u>
1	2655	8680	3902	149820
2	2659	8340	4064	150460
3	2631	8860	3820	147240
4	2642	8730	3982	149970
5	2595	7960	3881	137640
6	2776	8920	3943	150380
7	2654	9810	3751	154570

*Depth intervals for frac information same as perforation record intervals.

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: Fee
1. TYPE OF WELL Oil Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
2. NAME OF OPERATOR: BILL BARRETT CORP		7. UNIT or CA AGREEMENT NAME:
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		8. WELL NAME and NUMBER: FD 9-10-3-2
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1980 FSL 0663 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: NESE Section: 10 Township: 03.0S Range: 02.0E Meridian: U		9. API NUMBER: 43047527630000
PHONE NUMBER: 303 312-8134 Ext		9. FIELD and POOL or WILDCAT: MOFFAT CANAL
COUNTY: UINTAH		STATE: UTAH
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA		
TYPE OF SUBMISSION	TYPE OF ACTION	
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 5/26/2016	<input type="checkbox"/> ALTER CASING	
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CASING REPAIR	
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	
	<input type="checkbox"/> CHANGE WELL STATUS	
	<input type="checkbox"/> CHANGE TUBING	
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	
	<input type="checkbox"/> DEEPEN	
	<input type="checkbox"/> FRACTURE TREAT	
	<input type="checkbox"/> NEW CONSTRUCTION	
	<input type="checkbox"/> OPERATOR CHANGE	
	<input type="checkbox"/> PLUG AND ABANDON	
	<input type="checkbox"/> PLUG BACK	
	<input checked="" type="checkbox"/> PRODUCTION START OR RESUME	
	<input type="checkbox"/> RECLAMATION OF WELL SITE	
	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION	
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	
	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	
	<input type="checkbox"/> TEMPORARY ABANDON	
	<input type="checkbox"/> TUBING REPAIR	
	<input type="checkbox"/> VENT OR FLARE	
	<input type="checkbox"/> WATER DISPOSAL	
	<input type="checkbox"/> WATER SHUTOFF	
	<input type="checkbox"/> SI TA STATUS EXTENSION	
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	
	<input type="checkbox"/> OTHER: <input style="width: 100px;" type="text"/>	
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. <div style="text-align: center; margin-top: 20px;"> THIS WELL WAS RETURNED TO PRODUCTION ON 5/26/16. </div> <div style="text-align: right; margin-top: 20px;"> Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY May 31, 2016 </div>		
NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A	DATE 5/31/2016	